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Volume 34 Number 3/4

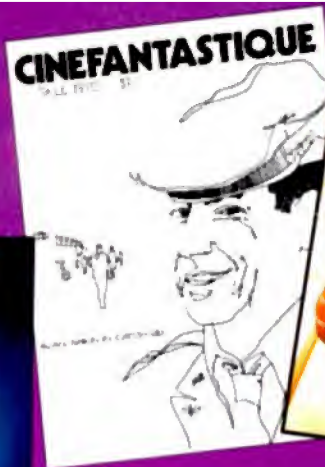
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"The Magazine with a Sense of Wonder"

JUNE 2002

Sometime around the age of ten or eleven, I decided I *hated* Chuck Jones. The minimalist animation, the stylized backgrounds, the storylines that seemed to latch onto a single plot point and work the permutations *ad infinitum*—it all suddenly got to me. Watching with a friend one day, I blurted out, "You know, I sorta wish the Coyote would catch the Road Runner, already!"

I thought I was being clever. I didn't realize that I was starting a major part of my maturation, that a part of me had divined the subtleties of the Jones universe, while another part, the child who sought the the reassurance of clear-cut good and evil, was fighting the transition. Chuck Jones brought nuance to the knockabout world of the Looney Tunes, and shades of gray to predator/prey paradigm (one Jones cartoon had a dog chasing a cat chasing a bird chasing a worm—who the Hell were you *supposed* to root for?). A few years later, after I learned of Vietnam and Kent State and Woodstock, I watched a Jones cartoon again, and was stunned at the depth and sophistication of the humor. I've been a fan ever since.

The mainstream press has tended to glide over the controversies that surrounded Chuck Jones. Purists blame him for inventing limited animation (ignoring the fact that the Jones title cited as prime culprit, *THE DOVER BOYS*, is perhaps the most elegantly deployed example of the technique). Loyalists of fellow director Bob Clampett resent the coolly cerebral Jones for claiming the title of King Looney Tunes over his furiously anarchic compatriot (conveniently forgetting that Jones at least had the grace to credit Clampett in his *THE BUGS BUNNY ROAD RUNNER MOVIE*, while the Clampett-centric *BUGS BUNNY SUPERSTAR* couldn't be bothered to make a similar gesture).

But Jones's influence cannot be denied. With his passage, along with that of Clampett and Tex Avery, we've lost three men who definitively changed world culture. Honor, and laughs, should go to them all.

—Dan Persons



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PRINTED IN USA, late at night, while the children dream.



# CFQ Preview

Compiled by Dan Persons



## REIGN OF FIRE (Touchstone)

July 12

Somebody was saying there's nothing new? Try this: Twenty years into the future, humankind is threatened when dragons return to wreak havoc on civilization. Story itself takes place in a devastated London, where a "hot-shot" American (Matthew McConaughey) and a London fire chief (Christian Bale) join forces in

what may be the world's last hope to rid itself of the beasts. Maybe it's just the wild mix of medieval fantasy and post-apocalyptic speculation, maybe it's that some of the best sf always seems to include London in flames (come back, Quatermass, all is forgiven), maybe it's that, with *THE X-FILES* Rob Bowman directing, we know this is not going to be just a slapdash treatment of an intriguing idea. Whatever it is, we've got our eyes on this one, hoping that, in this summer of high-profile releases, this is the sleeper title that everyone will be talking about.

## SPY KIDS 2: THE ISLAND OF LOST DREAMS (Dimension)

August 2

You either loved the first film, or thought it a Hellish summation of all that's cold and artificial about contemporary filmmaking (we frankly lean towards the former camp). The title sounds a bit fairy-tailish, but lots of cool guest casting (Steve Buscemi, Bill Paxton, Mike Judge...*Ricardo Montalban!*) suggests that fans will have fun while detractors can still gnash their teeth.

## EIGHT LEGGED FREAKS July 12

(Warner Bros.)

Industrial waste turns spiders really big (for once, wouldn't you like to see 'em get really small?). It's obvious from the effects-shot at the right that we're going the *TREMORS* route here, and given that this is coming out of Roland Emmerich's Centropolis Entertainment (under the direction of theatrical newcomer Ellory Elkayem), they might be able to pull it off.



## AUSTIN POWERS 3 (New Line)

July 26

Yet another spy movie in search of a title (check *BOND XX*, page 6). This is a time travel installment for the shagadelic sleuth, with the neat idea of Austin travelling back to 1975 to team up with blaxploitation heroine Foxy Cleopatra (Beyonce Knowles).

## RING (DreamWorks)

August 9

Adaptation of an intriguing Japanese thriller about a videotape that kills anyone who views it. Gore Verbinski directed, Naomi Watts stars.

## SIGNS (Touchstone)

August 2

One day, people will look back at *UNBREAKABLE* and realize what a wicked little fantasy it was—it was only because it stood in the shadow of the phenomenal *THE SIXTH SENSE* that it seemed a lesser effort. Writer/director M. Night Shyamalan has not remained dormant, moving the setting of *SIGNS* out of Philadelphia (all the way to Bucks County), and creating a story that proposes to do for crop circles what *SENSE* did for spectral visitations. Mel Gibson is the big-ticket star here; Joaquin Phoenix, Cherry Jones, and Rory Culkin join him. Release date is similar to *SENSE*'s original debut. Does Disney know something?

## THE COUNTRY BEARS (Disney)

July 26

Yup, it's based on the Walt Disney World attraction, which should be a warning right there...except that *PINKY AND THE BRAIN*'s Peter Hastings is directing, Chris Walken plays the bad guy (his second genre effort this month—see *STUART LITTLE 2*, above), and they've signed up the most bizarre roster of musical talent—Don Henley, Elton John, Willie Nelson, and Queen Latifah, amongst others—to appear before the camera and voice the bears. And, admit it: that Country Bear attraction was sorta fun, wasn't it?



## THE POWERPUFF GIRLS July 19

(Warner Bros.)

Here's a switch: *parents* dragging their *kids* in to see this feature adaptation of the retro-cool animated series.

## STUART LITTLE 2 (Columbia)

July 19

Sequel to the 1999 hit is rumored to incorporate the kinkiest feature from the original book: Stuart's cross-species courtship of a bird. Most of the on-camera and voice cast is returning: Michael J. Fox, Geena Davis, Nathan Lane, Jonathan Lipnicki. Added voices: Melanie Griffith as Margolo the bird and Christopher Walken as a falcon. Rob Minkoff, who directed the first installment, helms this one as well.

## RESCHEDULES:

*HALLOWEEN: RESURRECTION* (July 19; Dimension); *SIMONE* (August 16; New Line); *THEY* (August 23; Dimension).



## Can't Stop Arnold

### *TERMINATOR 3 Starts Shooting; Next CONAN Awaits*

by Chuck Wagner

Arnold Schwarzenegger has faced some tough foes before, but nothing to match the troubles his own career has been handing him. Not that that has derailed the actor's fabled enthusiasm. "TERMINATOR 3 is terrific," the COLLATERAL DAMAGE star recently said. "It's coming along and we start shooting it on April 15."

There has been word that a real terminator—Los Angeles Lakers basketball star Shaquille O'Neal—will be joining the cast of T3 (aka TERMINATOR 3: RISE OF THE MACHINES). True? "He's the only one that's saying that, right?" Schwarzenegger said with a friendly laugh. "Yeah, Shaq!"

Schwarzenegger also shed light on the selection of Jonathan Mostow over James Cameron as T3's director: "First of all, Cameron was not interested in doing the movie, because he felt like he does not want to tie himself down to any time schedule, period, on any movie. He just finished shooting the Imax movie [GHOSTS OF THE ABYSS], and he will be finished editing it this summer. Then he will begin thinking about the next thing—whatever that is. He does not know, probably, more than anyone else does. So when you buy a movie like that, you have to move on, because the amount of money you have put out is extraordinary. I think that's why he said he didn't want to do that. He didn't want to get into that whole situation."

"So the next thing was, let's find someone that is young and that has this young spirit of new ideas. When we saw the submarine movie Jonathan did, U-571, we all felt that he had the kind of talent and the patience and the know-how to work with special effects, visual effects, and all that. And then when we met him, and in subsequent meetings with him, it became more and more clear that he had the right personality, and the right calmness, to do the film. Since then, he has proven that by hiring the best of the best people around him, from ILM to the stunt coordinators to cameramen and everything else. It's all A-1 list. He's



Despite the lackluster response to such films as *THE SIXTH DAY* (above) and *END OF DAYS*, and in spite of James Cameron's absence behind the camera, Arnold Schwarzenegger is pinning his career hopes on *TERMINATOR 3*.

been extremely good at prepping the movie, reworking the script, and all of that."

There have been rumors that Linda Hamilton—who stated she wouldn't be back—may indeed return. "She is coming back," Schwarzenegger said, "but it'll be as the past experience of the Linda Hamilton character, not driving the current story forward. She's in the movie as flashbacks, and stuff like that. But I think they felt that they didn't want to have the exact same cast and then be limited in the story, but take certain people out and have it be, 'Let's assume that she's died already and he's on his own,' rather than having still have the mother whining away!

"Jonathan was very adamant. He wanted the kid now to be 22-23, the mother's died, and let's move on. Let's have him be on his

own. Let's have him have a girlfriend. Let's go to the next level—that was the idea."

This wasn't the only return to Schwarzenegger's glory days that was on the actor's mind. Lurking in the background is another film franchise: "CONAN? John Milius is writing it as we speak. He has written it, and it was a 168-page script, and one of the Wachowski brothers called and said that the script would take too much time and be a three-and-a-half hour movie. He should cut it down to 120 pages and take certain things out, which is what he's doing right now. But as you know, with John things take time—he's not the quickest guy in town. He writes a page, then he smokes a stogie; then he writes a page, and then he smokes a stogie; and then he gets a beating from the wife!"

#### FURTHER NEWS

by Dan Persons

Bless New Concorde International. Amongst other titles the company hawked at the 2002 American Film Market: *THE STRANGLER'S WIFE: SHAKE DOWN* ("the *QUAKE* of the *CENTURY*...get ready to *RUMBLE* in the *RUBBLE*"); and, of course, *ESCAPE FROM AFGHANISTAN*.... Disney has acquired U.S. rights to anime master Hayao Miyazaki's (*PRINCESS MONONOKE*) hit, *SPIRITED AWAY*. Pixar's John Lasseter (the *TOY STORY* films) has been brought on to serve as creative consultant on the English dub. Release of this story of a girl transported to a world of gods and goblins may be as early as July.... Ted Raimi is starring in *HORROR IN THE ATTIC*, from Mainline Releasing.

CFQ



# DIE ANOTHER DAY

## *Who Cares About The Title When You've Got Pierce Brosnan, Halle Berry, and an Aston Martin?*

By Alan Jones

This year marks the fortieth anniversary of the most successful film franchise in film history. Secret agent James Bond 007 burst on the movie scene with his LICENSE TO KILL in 1962, and the box-office records have been shattering ever since. To

attend. Everyone from original "Miss Money Penny" Lois Maxwell, to Richard 'Jaws' Kiel, and directors John Glen and Lewis Gilbert, were in attendance, clearly still reveling in their association with the ever-popular series.

Three days later, the latest Bond movie would begin shooting at the studios,

the latest additions to the cast on the launch podium, that proclamation was clearly not going to happen. Wilson said, "It isn't the first time we've been in the position of not having a confirmed title. All the Fleming book titles, chapter headings, and related names have now been used up. If any

one has any bright ideas, we'd be happy to hear them." For the time being, DIE ANOTHER DAY would have to do.

Also being kept under wraps was the storyline, written by Neal Purvis and Robert Wade (THE WORLD IS NOT ENOUGH). What was known was that the film does begin with a high-speed hovercraft chase in the demilitarized zone between North and South Korea, and continues, via Hong Kong, to

Cuba and London, where Bond meets up with Jinx and Miranda Frost, two ladies who are to play important and differing roles in his quest to unmask a traitor and prevent a war of catastrophic consequences. Hot on the trail of principal villains Gustav Graves and Zao, Bond must travel to Iceland, where he experiences firsthand the power

of an amazing new weapon before having a dramatic confrontation with his main adversary back where the adventure started, in Korea.

Pierce Brosnan, who was donning 007's tuxedo for the fourth time, said, "Despite popular opinion, Bond will not be capturing Osama Bin Laden in the new adventure. I'm back playing Bond because I'm honoring my contract. Do I want to make another one afterwards? I don't know yet. It takes a lot of stamina to make these films, and I might feel I'm too old next time. I do want to leave on a high. For a Bond movie to work, it needs the actor playing him to be courageous enough to push the envelope. If I'm still prepared to do that next time, I'll stay on.

"The premise for the new movie is an interesting one, and one that hasn't been seen before. Its starting point is a situation that has never happened to the character before. While the character is like slipping on an old pair of shoes for me, to some degree, I've always gone back to what Fleming put down in his books for inspiration. That has been my preparation here, too. Ownership of the character is difficult, because of the talented men who have gone before me. But the character has been mine now through three successful movies, so I must be doing something right."

The new Bond girl on the block was Halle Berry, star of X-MEN and SWORDFISH.

**FREQUENT FLYER:** Locales in the new film include Hawaii, Hong Kong, Cuba, and North Korea.



mark the auspicious occasion, Eon Productions, the company that built novelist Ian Fleming's literary brainchild into a movie phenomenon, held a special luncheon at London's Pinewood Studios, the official home of the series, on January 11, 2002, and invited past and present Bond personnel from in front of and behind the camera

on ten soundstages and in such far-flung locations as North Korea, Iceland, Spain, Hong Kong, Cuba, and Hawaii. The assembled press had expected the title of the new \$100 million 20th Century Fox/MGM production to be unveiled, but as producers Michael G. Wilson and Barbara Broccoli, and returning 007 Pierce Brosnan, were joined by



She said, "I was recently interviewed by actor Samuel L. Jackson for *Interview* magazine, and he asked me what my name was going to be in the Bond. When I told him it was Jinx, he looked crestfallen and said he had hoped it would be something like Cinnamon Buns. But Jinx is a groovy name. And, no, there aren't any topless scenes in the movie.

"I'm proud to be a Bond girl, because I grew up watching the Bond movies. They are a part of the fiber of growing up, almost. It's a little surreal to be here, but I hope I do as good a job as the women before me. I've got the opportunity to allow women to take a ride on the Bond fantasy train, because this adventure isn't just all about the boys. Sure, the bullets will fly and explosions will be detonated—that's the fun aspect of the series, because it also adheres to a strict code of ethics."

Although no one confirmed it during the press launch, it was known that the story involves a device enabling facial mutation. Rumors also indicated that the villain Zao eludes Bond by undergoing a transformation to turn him into Gustav Graves. Martial arts expert Rick Yune, a former catwalk model who also appeared in *THE FAST AND THE FURIOUS* and would play North Korean general Zao, said, "There have been many amazing villains before me, but I promise, this time, Bond will have his hands full. He won't be expecting me."

Toby Stephens, who picked up the role of Gustav Graves, added, "Clearly, I have huge shoes to fill. I am a Bond child, and we would watch the movies at family functions. I knew I'd never get the chance to play Bond, so getting a villainous role is the next best thing."

Producers Wilson and Broccoli chose another distinctive director, New Zealand filmmaker Lee Tamahori (*ONCE WERE WARRIORS*, *THE EDGE*, and *ALONG CAME A SPIDER*) to take the helm of *BOND XX*. The director said, "I've been a big fan of the Bond movies most of my life. I can still remember buying the *FROM RUSSIA WITH LOVE* soundtrack when I was fifteen

years old. To me, the Bond movie is a kind of im-p r e g n a b l e fortress of filmmaking. It used to be about girls, gadgets and a good-looking spy...and big action. It is a timeless thing and is constantly evolving."

"I expect to be wrung out like a dish rag at the end of shooting, what with having to supervise five separate units, but that's the pressure you put up with to join one of the most illustrious clubs of directors in film history."

The pre-credits sequence had already been filmed in Hawaii (high point: secret agents shooting the curl on high-tech surfboards containing hidden weaponry), and the major Ice Palace set—within which a unique underglacier car chase would occur—was under construction at Pinewood's enormous 007 Stage (the reason why *BEYOND THE ICE*

was mooted as a title at one point). *BOND XX* would also mark the return to the fold of the beloved Aston Martin car, this time with the top-of-the-range V12 Vanquish serving 007 in the capacity the DB5 did all those years ago.

Other details gleaned from a lightning tour of the production design department—once more supervised by Bond veteran Peter Lamont—included drawings for a giant greenhouse, a



**ONE MORE SHOT?** Pierce Brosnan again assays the role of James Bond in *BOND XX*.

Solaris space station, diamond mines, the exotic Peninsula Hotel, and Robocop-style armored suits.

The filmmakers were candid about the competition they'd be facing—come the November 12 release date, *BOND XX* will be going up against such heavyweight competition as *HARRY POTTER AND THE CHAMBER OF SECRETS* and *THE LORD OF THE RINGS: THE TWO TOWERS*. But producer Wilson said, "I am con-

vinced that the tremendous success of the James Bond series is directly attributed to the quality that the pictures have been able to maintain. Cubby Broccoli always insisted on the films having high production value and thrilling action, which is no doubt why they continue to be successful. Barbara and I will continue to produce the Bond films in the same way, and hopefully repeat the massive success of the last three Pierce Brosnan adventures." CFQ



# PUPHEDZ

## Can Poe Survive the Machinations of a Mad Effects Specialist and His Band of Puppeteers?



Jurgen Heimann, the mastermind behind the scares and humor of *THE PUPHEDZ*, Brillig Productions' revolutionary rethinking of the puppet show. Utilizing state-of-the-art special effects as well as tried-and-true methods of pup-

peteering, the series' first installment, "The Tattle-Tale Heart" was expected to be completed February, 2002. Episode Two, another Poe adaptation, "The Cask of Amontillado," is set to follow shortly after. Though the first episode has yet to find a distributor, Heimann intends to pitch the project via the festival circuit.



other puppet series: "We take classic tales of terror from authors like Poe and (Robert) Stevenson, and give them a contemporary PUPHEDZ twist. I'd like to think we're actually introducing some segments of our audience to these stories, and that they will explore the original works on their own. Our first few episodes will be horror, but future ones will utilize different genre material."

Billed as a "truckload of humor, horror, and hip weirdness," the show's

extremely odd and violent vision of puppeteered entertainment is definitely aimed at older children, teens, and the nasty, twisted kid that skulks within the soul of every adult. Squarely targeting those viewers who appreciate the insouciant humor of *THE SIMPSONS* and the dark and demented stylings of Tim Burton (ala his famous, short paean to Vincent Price, *VINCENT*), *THE PUPHEDZ*, Heimann feels, will have no problem finding its own demanding and enthusiastic audience. Heimann and the rest of the Brillig team believe that young Burton and Groening fans, as well as watchers and readers of the

**DREAD ON ARRIVAL:** German-expressionist design sense and puppets fashioned to express the full range of human suffering lend *PUPHEDZ* its distinctive ambiance. Characters, from left to right: Leif Applebaum, Woodrow Larchbottom III, and Douglas "Chip" Fir.

By Todd French

The images could have been dredged out of a medieval Bosch or Breughal painting: a thuggish, snaggle-toothed peasant hauls a traveling puppet cart across a desolate wasteland. The cart trundles past a dead, denuded tree, a skeleton hanging from its bare limb. From the cart's wooden sides, garishly painted signs proclaim, "SAP N' SAWDUST," and "HORROR SHOW." The cart-puller comes to a halt, and twitches aside the vehicle's curtain, taking us into a world of mayhem, belly-laughs, and wonder.

Kermit and Piggy step aside: *THE PUPHEDZ* are coming.

Welcome to the macabre, hilarious, horrific imaginings of

peteering, the series' first installment, "The Tattle-Tale Heart" was expected to be completed February, 2002. Episode Two, another Poe adaptation, "The Cask of Amontillado," is set to follow shortly after. Though the first episode has yet to find a distributor, Heimann intends to pitch the project via the festival circuit.

Discussing his against-the-grain mixture of mayhem and amusement, creator and Brillig Productions founder Heimann explained what sets the *PUPHEDZ* apart from





young-adult *Goosebumps* and *Harry Potter* series, will find the PUPHEDZ cast to their liking.

Though the shadow of Poe looms large over the first and second installments, the dark universe of the PUPHEDZ owes equal debt to, as Heimann put it, "the cart-and-puppet stagings [that entertained people] before the Brothers Grimm walked the woods." The Cart Puller (played by Clayton Martinez), who serves as the mute proprietor of the PUPHEDZ, and figures in the opening and closing wraps, ties the series in with the timeless traditions of those who have long regaled audiences with strange and troubling tales.

Heimann (whose personal credits include *HOW THE GRINCH STOLE CHRISTMAS*, *THE WILD, WILD WEST*, *PLANET OF THE APES*, *MEN IN BLACK*, and *MEN IN BLACK 2*) took a moment from his current project,



**SURREAL SHOWMAN:** PUPHEDZ creator Jurgen Heimann poses with his cast.



the American version of the Japanese scare show *THE RING*, to discuss his labor-of-love puppet extravaganza. A veteran of twenty motion pictures, whose first film credit was Stuart Gordon's 1987 big-

robot flick *ROBOJOX*, Heimann laughed as he recalled the curious circumstances behind the show's inception: "Three years ago I was working on an entirely different project, a live-action film called *CLAMBAKED*. While Ryan

Vaniski and I were building props for this film, we listened to this radio show called *THE WEIRD CIRCLE*. They were performing a version of Poe's *The Tell-Tale Heart*. After a while, we started laughing, because the thing was so overly dramatic. At some point we looked at each other and said, 'Hey, wouldn't it be fun if we did a puppet show based on this story?'"

From that impromptu comment, the concept of creating a puppet ensemble cast enacting classic tales of horror and mystery grew, as did a desire to leaven the show's violence with liberal dollops of humor. Not your standard touchy-feely bits of balsam, the PUPHEDZ cast includes Woodrow J. Larchbottom III, Leif Applebaum, Peter Feidwood, and Douglas "Chip" Fir (whose tongue-in-cheek credits include *THE PHANTOM OF THE LUMBERYARD*, *PULP FRICTION*, and *ROSEWOOD PLANKS AND TWO-BY-FOUR ARE DEAD*).

The four regulars will appear in the two aforementioned Poe segments, as well as a series of what Heimann hopes are fun, genre-hopping episodes.

The fifty-minute "Tattle-Tale" and the follow-up "Amontillado" will kick-off what Heimann hopes will be a successful franchise. While Heimann was coy about giving away the changes to the next Poe adaptation, he did say that,

"the original plot, a revenge piece about a man entombing his enemy alive, will still be at the core of the story."

Said Heimann, "I wanted to take a different approach from the classic hand-in-head technique of the Muppets and similar puppets, to work with a different set of aesthetics." Pointing out the fact that a Muppet is essentially a hand-puppet of plastic shells, soft foam shapes, and fabric, Heimann stated, "The PUPHEDZ could not be farther from that kind of character. We deliberately went in our



own direction for design and inspiration.”

The proof of Heimann’s aesthetic is evident in the rough, woodgrain-embossed look that he has given his protagonists. The PUPHEDZ resemble the sort of marionettes you might see if you bumped into the very cavalcade of horrors that the series’ opening sequence showcases. While aspects of PUPHEDZ creation indeed employ standard methods of puppeteering, such as straightforward hand-on-puppet manipulation, others plainly involve the use of twenty-first century special-effects technology (indeed, Brillig dubs the series “Punch and Judy for the 21st Century”). The effects team made extensive use of rod, string, cable, and remote-control technologies to operate their PUPHEDZ stars. Heimann and team also made use of modern computer technology to bring the gang of marionettes to tenebrous life. Quipped Heimann, “The process of creating one of these guys is difficult and time consuming. First, we start with sketches of each of the individual puppets. Then, once that’s done, sculptures, molds, mechanical parts, and a variety of individually crafted odds and ends all have to come together before we can even assemble and paint the character. Each puppet has a different body

work has been diminished. Nevertheless, artists such as Heimann and his PUPHEDZ crew maintain a positive outlook. “Our show is centered on the idea of puppets,” Heimann said. “People are responding to it with enthusiasm, because we are doing a good job. The characters are funny, the sets are interesting, and it’s impressive because it’s real.

“I think puppeteering is regarded in a variety of ways—it depends upon whom you ask. Some people think it’s fantastic and sort of magical, while others feel it’s a pain in the neck because it requires a good deal of preparation and rehearsal time. In general, however, I get the feeling that most of the Hollywood community doesn’t take it seriously as an art or craft. Puppeteering is a difficult job, and so is directing a puppet series.”

Casting back to his work with one of film’s stop-motion gurus, Heimann added, “I don’t think there’s a built-in prejudice per se to puppeteering. It’s simply that no one really thinks about it. In my early days in Hollywood, I worked briefly in stop-motion animation with a great animator named David Allen. Here again is another great art form that is totally underrated. Audiences and industry people are amused and entertained by the finished

manship of course, but the dollars.”

In terms of the creation of each puppet, Heimann split the design and sculpting chores with co-puppeteer Ryan Vaniski (a member of the International Thespian Society, who has worked in the industry as both an actor and puppeteer for the last twenty years) and Jim Kundig. Heimann sculpted “The Killer” (the puppet that eventually became known as Woodrow Larchbottom III) and “The Old Man,” (Peter Feidwood). Vaniski sculpted “The Fat Cop” (Douglas “Chip” Fir) while Jim Kundig sculpted “The Skinny Cop” (Leif Applebaum). After passing final inspection with Heimann, the puppets were then painted by Mark Killingsworth.

Heimann explained that the first assembly edit was keeping pace with the shooting, with the next step to include digital processing that will not only add special effects for certain vital shots, but also remove rods and other mechanical puppetry devices in certain instances. “At that point,” Heimann added, “the puppeteer gang and I will go through an ADR voicing session and sound effects mixing, while our composer Terry Mann puts together the music tracks.”

Contrasting puppeteering with live-action films, Heimann said, “To me, live-action directors have it easy. Often, [with puppetry] capturing a simple move can require the most elaborate rigging process.” Heimann described a simple shot in which he had to have two puppets enter a door at

the same time. “We had to use five or six different rigs. It took about fifty takes and about two hours before we got it down. That was just *walking* the Puphedz through a door. In a live-action film, you’d get the take within ten minutes.”

Getting a variety of facial expressions from a fairly rigid puppet is also a taxing process, unlike the wealth of emotions one can cull from a human actor. Said Heimann, “The puppet’s mouth opens and shuts. We can move his eyebrows and position his limbs, and that’s about it. The life of a puppeteer and a puppet director isn’t easy.”

In keeping with the dark and off-kilter aesthetic Heimann and fellow effects-artist Vaniski wanted to impart to the series, the crew has come up with a look that is at times a surreal meld of Kermit meets CALIGARI (Heimann cites that classic of German-expressionism as a major visual nod for “Tattle-Tale Heart”), with a little bit of Dr. Seuss thrown into the mix. From the brief trailers provided by Brillig, that ambience is certainly in evidence: in the span of a few minutes, you get brooding houses that are as liquid as Daliesque watches; shadow-webbed asylum interiors captured in menacing low-angle shots; and a sense of rioting, perspective-warping distortion that Heimann and crew imprint on every scene. Genre fans should have no trouble locking into the wacky manner in which Heimann and his wooden-head cast tweak our genre expectations: when a PUPHEDZ protagonist picks up his daily paper, the headline screams: “HOUSE OF USHER FALLS!” Throw in a pair of bumbling cops and a literally explosive finale involving the straitjacketed villain, and you have a clear idea of the PUPHEDZ’s aesthetics.

While the short PUPHEDZ trailer gives scant clues as to how Heimann and Co. have fleshed out Poe’s original, terse narrative about a lunatic driven to murder by his revulsion of an old man’s hideous eye, visual bits suggest the new, whacky rereading of the tale. The exterior house set, built by Heimann, Kundig, and Vaniski



**SANDY BARREN:** Filming the puppet caravan prologue, a harkening back to puppetry’s darker roots.



type, and the generic body parts have to be enhanced with Magic Sculpt resin. The final step, of course, is assembly and painting.”

As CGI becomes one of Hollywood’s most-used tools, the necessity of conventional FX-

results, but they rarely think about what went into creating it. If it’s successful and makes a lot of money, then they are impressed. Not by the crafts-



over the course of four to five weeks, boasts not a single right angle (the place would have warmed the heart of any denizen of Shirley Jackson's *The Haunting*). Emphatic cue-cards spell out promised thrills—"INSECTS!" "CALCULUS!" "DYNAMITE!"—while Heimann wraps the preview in a Hitchcockian ambiance, aping the Master's tongue-in-cheek trailer for *PSYCHO* as a giant hand gives the viewer a tour of the house of horrors where the action plays out (further behind-the-scenes peeks and trailers can be glimpsed by the visiting the PUPHEDZ.COM web site).

One of the more intriguing (and involved) effects for the "Tattle-Tale Heart" was the titular organ, which figures even more prominently than in the original story. Though constructed primarily out of foam, it had animated devices operated by air bladders and control cables, and required four puppeteers to operate. As for other props, a Makita air compressor was used to operate the bellows that make up the Old Man's lungs, while three versions of a fireplace set were built for a single scene in which the Skinny Cop falls down the chimney during an investigation of the murder house.

According to the PUPHEDZ creator, he had considered a more classical approach to the Poe story before opting to go for the funny-bone: "What happened was that ["Tattle-Tale"] devolved into a more chaotic environment. When we first approached the story, we intended to go back to the trappings of the original tale. We were going to stick with the time period and play it fairly straight. But when we started to expand the original story, which is only three or so pages long, we started to find the humor, and added bits and pieces, such as the asylum sequence."

The scripting chores on "Tattle-Tale" were shared by Heimann and writer-puppeteer and associate producer Jim Kundig, who started out professionally as a modelmaker and effects designer, working with Heimann on *HONEY, I SHRUNK THE KIDS*. Kundig's puppeteering/effects

credits also include *GODZILLA*, *BICENTENNIAL MAN*, and the recent *MONKEY-BONE*. Director of Photography Mark R. Leins, who imbues *THE PUPHEDZ* with its off-beat and queasy perspective, has assisted on *GODZILLA* and *DROP ZONE*, as

well as served as camera assistant while shooting a multitude of commercials. Heimann gives Leins considerable credit for establishing the show's dark and brooding quality, a tone that's amply displayed in the episode trailer. "I can't stress how much Mark has added to the intensity of "Tattle-Tale"'s look," Heimann stressed.

Heimann spoke about the writing process for the next PUPHEDZ episode, "Amontillado," which has been tentatively retitled "A Barrel of Booze." Heimann cites the works of satirist David Sedaris as inspiration. The process for the second episode was considerably different from the three or four script meetings and general improvisation of "Tattle-Tale:" "Basically, we broke down the writing assignment into segments. We went for a stream-of-consciousness approach where everyone had their own five-minute segment. Everyone got a chance to write what they wanted about the main characters, letting the narrative wander in all these weird little directions before we wrapped it up. In spite of this, we actually have stayed fairly close to the original piece. It's still a very claustrophobic tale."

Regarding the show's level of violence, Heimann assured *CFQ* readers that there would be plenty on hand, though any splash of grue would be of the arboreal kind. "What can I say? I know violence in the media is politically incorrect, but the



**EDGAR ALLEN'S NOT HIMSELF THESE DAYS:** A bit of Hitchcock seems to have worked its way into the concept art for PUPHEDZ's "scene of the crime."

fact is that audiences want it. They practically

demand it. There is blood in 'The Tattle-Tale Heart' episode, but it's 'puppet blood.' Think of it as tree sap. In the end—within the context of the show—you'll see it's all special-effects. The violence is...well...it's puppet violence. In the grand tradition of Punch and Judy, the Puppets slap each other, club each other, and chop each other to pieces."

As for changes in tone for the puppet series should the first two episodes prove successful, Heimann said, "While the first two films are definitely horror, I think I would really like to see the PUPHEDZ films branch off into other genres. I would like to do some of the PUPHEDZ episodes as action-adventure and science-fiction. For example, if one episode is sci-fi, instead of having the Cart Puller haul in the cart, you'll have him come in on a spaceship."

Heimann laughed. "Also, for a science-fiction piece like a Bradbury story, the ensemble might not be made of wood; instead, they would be chrome-plated or made of iron. I think it would be really fun to reinvent the cast in terms of that kind of genre material."

Heimann realizes that the opportunities for the distribution of short films is distinctly limited but feels that it is possible that one of the cable networks, such as HBO or The Independent Film Channel, might air the short films. Although Heimann plans to showcase his ensemble on the festival circuit, the idea of de-

veloping the PUPHEDZ for TV is definitely an option he entertains. Said Heimann, "The first two episodes will each be an hour long. If I can land it as a television series, I think it would come off best as half-hour episodes. I think it would work in that kind of format."

Commenting on changes in the story strictures in the future, Heimann said, "Another aspect of the show, that differs from your typical puppet show—or most sit-coms—is that we are not going to limit ourselves to a fixed number of sets. Since every show has a completely different story, completely different sets need to be built. I even plan to explore a variety of different art direction styles. The "Tattle-Tale Heart" episode looks a great deal like the artwork I have been creating over the past several years. It is inspired by everything from *CABINET OF DR. CALIGARI* to Salvador Dali. But in future PUPHEDZ, I'd like to tackle impressionism, cubism, abstract art, pop art, even graffiti art."

Added Heimann, "Anything and everything is fair game. The challenge will be figuring out how to incorporate puppets into these environments. I am even exploring different ways we can tell each story. Naturally, we want to maintain a certain level of fun: I don't think we want to find ourselves preaching about starving Ethiopians, burning rain forests, and cancer research. Serious issues, I agree, but issues best not addressed by a bunch of silly puppets." *CFQ*



# THE TEXAS CHAINSAW MASSACRE

## Former Cannibal Jim Siedow Recalls Good Times and Bad Smells

By Aaron Tallent

The story is simple: Some college kids venture into rural America, meet some demented, cannibalistic natives, and are never heard from again. The plot has been used in low-budget horror

films for the past twenty years. But in 1974, when the cast of THE TEXAS CHAINSAW MASSACRE banded together to make what they hoped would merely be a good, B-grade, drive-in movie, what they ended up with was something

with an intensity rarely seen in the genre, a motion picture many critics list as one of the top five horror films of all time.

Then, like the characters

three children. Siedow met MASSACRE director Tobe Hooper in the early 1970's on the Austin, Texas set of THE WINDSPLITTER, a film that Siedow was acting in, and the



**CINEMA VERITE:** Not all of Marilyn Burns's (left) bruises for THE TEXAS MASSACRE were makeup. Above: A table full of meat, a house without air-conditioning, and an all-day shoot left cast and crew gasping for air.

they played in the movie, the actors and actresses simply disappeared.

Jim Siedow played the Cook in MASSACRE and Drayton Sawyer in THE TEXAS CHAINSAW MASSACRE PART 2, and now lives in Houston with his wife and

soon-to-be director—then a student at the University of Texas—was appearing in as an extra. Siedow said Hooper later called him and asked him to appear in MASSACRE.

Many of the scares and chills of MASSACRE are due to the film's independent, documentary-like feel, a fact that made Siedow's casting all the more ironic. While many of the other actors and actresses in the movie had little connection to the film industry, Siedow was hired specifically because of his professional



standing. "Tobe was making a student film," Siedow recalled, "and in order to get the film accredited by SAG [Screen Actors Guild] they had to have SAG actor."

THE TEXAS CHAINSAW MASSACRE was filmed on a shoestring budget, mostly in two locations outside of Austin. Rumors have circulated throughout the years of the difficulties encountered during the shoot. Case in point: Siedow admitted that actress Marilyn Burns received some bruises during the shoot, and he inflicted them. At the end of a chase in which Burns's Sally escapes from Leatherface (Gunnar Hansen), the hysterical woman seeks the protection of Siedow's Old Man. Moments later, she realizes he is part of Leatherface's

said, 'That's a take,' and Marilyn fainted."

The production of THE TEXAS CHAINSAW MASSACRE was grueling in other ways. People who have seen the film well remember the dinner sequence where the cannibalistic family sits down to a hearty meal, their table loaded with several, somewhat suspicious meats. Siedow said the scene was filmed on his last day with the shoot. "What had happened was that the scene was filmed in the mid-



**GOING PRO:** Jim Siedow (left on stairs in the family portrait above and on the right at the dining table, left), gave the MASSACRE shoot union legitimacy and the actor his most notorious role as a Texas cannibal.

body on the crew mad at each other. I would say, among the cast and crew, everything there was very friendly."

Jim Siedow was the only actor to return for THE TEXAS CHAINSAW MASSACRE PART 2. He was the Old Man again, but the character was now named Drayton Sawyer. Siedow noted that there has been some confusion over the relationship of MASSACRE's central family. In the first film, the clan consisted of Leatherface, the Hitchhiker, the Old Man, and Grandpa. Most viewers think the Old Man is the father and Leatherface and Hitchhiker are the sons. However, Siedow noted that his character is actually a brother to the two. In PART 2, the family consisted of Siedow's character, Leatherface, and Chop

cannibalistic clan when he shows up with a burlap bag and a club.

The scene then called for the Old Man to beat Sally (Marilyn Burns) with the club and force her into the bag. This was something Siedow had difficulty doing, since the movie's low budget did not allow for a Styrofoam or rubber broom handle, and Siedow would be required to hit Burns with the real thing.

"I couldn't do it," said Siedow. "I tried and tried, but couldn't bring myself to do it. Finally, Marilyn said, 'Come on, Jim, hit me. I just want to get through this scene.' So I did. On the eighth time, they

dle of the summer. Texas is mighty hot. There was no air conditioning in the house and [the shoot] went on for twenty-six hours. After a while, some of the animals on the table began to smell. It wasn't easy. The lampshade in the house was made of bone and it began to heat up too. People would have to go outside to get fresh air."

Stories have circulated that the cast and crew did not get along, and much of the cast despised director Tobe Hooper. Even though his shooting schedule required him to be there only a week, Siedow said, "I've heard the same rumors, but I did not see any-

Top. Siedow said Chop Top was another brother who was fighting in Vietnam during the first movie, and whose money from the G.I. bill allowed the family to buy a chili catering business. (Everything clear now?)

The family also carries a stuffed corpse around with them. "That was the Hitchhiker" explained Siedow (the Hitchhiker was run over by a truck in the first film). "Some of these things never came out clear in the movies."

THE TEXAS CHAINSAW MASSACRE PART 2 was Siedow's last movie. He received an offer to appear in THE TEXAS MASSACRE: THE NEXT GENERATION. However, said Siedow, "They were back to low-budget, and they weren't going to pay anything." When asked if he would ever come back for another sequel, the eighty-one year-old actor said, "I wouldn't do one now."

CFQ



# STAN WINSTON

## With an HBO Series and a New Toy Line, the Man Can't Stop Making Monsters

By Dan Scapperotti

When it comes to otherworldly creatures, few can compete with Stan Winston, the four-time Academy Award-winning effects wizard who created the Predator, the Terminator, ALIENS' Queen alien, and, of course, those frisky dinosaurs of JURASSIC PARK. Recently, Winston teamed with actress-producer Colleen Camp and Lou Arkoff, the son of legendary movie producer Sam Arkoff, to produce a series of

from his father's library," said Winston, "using these classic movie monster titles like THE SHE CREATURE, HOW TO MAKE A MONSTER, EARTH VS. THE SPIDER, TEENAGE CAVEMAN, and THE DAY THE WORLD ENDED, and coming up with brand new story concepts that are much more today. We would get new talent, new directors, writers, and pay homage to the '50s B-horror movie. We'd have the Stan Winston Studio create new creatures and characters with the idea that, in each of these movies, we would be introducing a new creature character. Not just a monster thing, but that the creature itself would have character."

The third member of the triumvirate, Colleen Camp, appeared in such films as D.A.R.Y.L., DIE HARD WITH A VENGEANCE,

and SWINGING CHEERLEADERS. She also played Faye Clayton in the new HOW TO MAKE A MONSTER film. "Colleen and Lou are very close friends," said Winston. "She has produced other movies. Because of her history as an actress, she has a lot of friends in the acting community. One of Colleen's main tasks was to help us get these small-budget movies that were made for the small screen cast with recognizable cast members that would help us get the movies made. Her experience with production and casting were very important to this project." Such actors as Randy Quaid, Dan Aykroyd, and Theresa Russell are featured in the films.

When asked how he developed these new creatures, Winston replied mischievously, "I never do anything. I just take credit for everything. I have a slew of probably the most brilliant artists and technical geniuses in the world, and over the years they have been designing and creating the characters that I have received so much credit for and that I will continue to take credit for."

For the most part, Winston's creatures are combinations of animatronics and actors in suits. "There is a certain amount of CG when we want to create tricks with what we have created," said Winston, "but all of the characters in CREATURE FEATURES are actual, live-action characters. In fact, each requires an actor to create a performance—they are actor-driven characters, not technically-driven charac-



**B-POWER:** Stylish productions and a bit of star glamor (such as SHE CREATURE's Rufus Sewel left and Rya Kihlstedt left) set Stan Winston's CREATURE FEATURES above the low-budget pack.

five monster films for HBO.

Lou Arkoff and Winston had worked together on Disney's INSPECTOR GADGET. Arkoff approached Winston through Shane Mahan, a twenty-year veteran of the Winston Studios. "Lou came to me with the idea of taking the titles





ters. We used technology to help create some of the magic and illusion of what they look like but, across the board, all the creatures in CREATURE FEATURES are actor-driven."

Shooting five feature films in a comparatively brief amount of time took planning. All the films were produced in 2001 for October airing on the cable giant. "They were literally overlapping one another," said Winston. "We were shooting one, going into pre-production, and then cutting another one. Never were we shooting at the same time, but we were developing or finishing."

Producing five films on a cable budget and a tight time frame offers a

significant challenge to any filmmaker. "For me, the most challenging and satisfying in the long run and my favorite was SHE CREATURE,"

said Winston. "I love that character. It was also very challenging for the actress, as far as her performances as the mermaid in the first stage, and the final stage of the demon, the queen of the lair. In fact, at the end of the movie our actress had to wear a tough rig to create the illusion of her literally slithering along the decks of the ship. It was a tough one."

#### EARTH VS. THE SPIDER

offered it's own set of challenges. "It's a wonderful story about a young man who is a comic book superhero fan who injects himself with a spider serum," said Winston. "He turns into a spiderman of sorts, but not the superhero he wanted to be—a wonderful concept. We were creating a humanoid character we had never created before: part man, part spider, with articulated spider legs and a completely articulated spider head. A human actor was involved in the performance of creating this character. There were levels of the metamorphoses that were difficult, slowly taking us from his human form to his spider form. Artistically, it was not an easy costume for the actor to wear."

Tied in with the HBO series has been the inception of Stan Winston Creatures, a new line of multiple-series action figure toys. "Years ago," said Winston, "pretty much all of the iconic characters that have



been created at my studio—like the Predator and the Terminator—have been licensed. For many years, I would be disappointed with the artwork that would go into these toy lines. A few years ago, a

guy came on the scene by the name of Todd McFarlane. Todd started doing it right. He proved that you could raise the bar of the art and the integrity of the characters. In fact, Todd started bringing out action figures of some of my characters. He did them with class and a lot of style, and proved that the buyer did know the difference. In fact it was Todd McFarlane who inspired me and paved the way for me to think, *You know what? People do care.* It just so happens that when I decided to start my toy

company, it coincided with my co-producing these five films for HBO-Cinemax." **CFQ**

**TIME WARP:** Including fannish obsessions such as video games (for **HOW TO MAKE A MONSTER**, below) and comic books (**EARTH VS. THE SPIDER**, above) give each **CREATURE FEATURES** story a modern immediacy. Left: the **SPIDER** action figure.





## By Dan Scapperotti

Dinosaurs and lost continents have long held a fascination for author/illustrator James Gurney. Integrating his artistic talents with his penchant for the fantastic, Gurney created perhaps the most recognizable lost civilization in the last twenty years: *Dinotopia*. No Skull Island, *Dinotopia* is instead a land where humans and intelligent prehistoric animals live and work together, each contributing to a unique civilization. Producer Robert Halmi, Hallmark Entertainment's dean of TV miniseries, was captivated by the artist's vision, and decided to bring Gurney's images to life on the small screen. This May, *DINOTOPIA* comes to life as a six-hour miniseries for ABC.

Director Marco Brambilla, who helmed *DEMOLITION MAN* and *EXCESS BAGGAGE*, was no stranger to *Dinotopia* when veteran Hall-

mark director Steve Baron contacted him and asked if he would be interested in the project. "I was familiar with the books because I had bought them earlier in the year for some research I was doing," said Brambilla. "Within a couple of weeks, I was reading the script. It was a very fast process. One of my big fascinations is science fiction. I really love these alternate worlds that people have created through illustrations and that sort of thing. I like everything from comic books to graphic novels."

Although the production would shoot in several countries, *DINOTOPIA* would primarily be lensed at Pinewood Studios in Great Britain. An Italian who immigrated to Canada, Brambilla was comfortable with British filmmaking, having produced two car commercials in the United Kingdom. "What you get in England are very,

very good craftsmen who are able to deliver amazing production value," the director said. "We were able to get very good special effects people. I had all the resources I needed to pull this off. We needed a very good effects house, and we ended up using FrameStore, that had previously done *WALKING WITH DINOSAURS*. They had a huge amount of experience with these creatures. We took advantage of a lot of the research that they had done before."

So far, Gurney has authored three books in the *Dinotopia* canon: *Dinotopia*, *The World Beneath*, and *First Flight*. In Gurney's tale, Arthur Denison and his young son, Will, are washed up on a strange shore in 1862, after their ship is sunk, the victim of a typhoon. They soon discover a land of wonder where dinosaurs and man live in harmony. Simon Moore's script took major set pieces from the books, but fashioned them around original events and an updated story. In the television version, Frank Scott takes his two sons up for a flight in a private plane when they encounter a strange storm. The plane crashes into the sea, and Frank is apparently lost. The boys, Karl and David, are washed up

on the shores of *Dinotopia*.

"The script that Simon Moore wrote and that I adapted was very different," Brambilla acknowledged. "I wanted it to be an evolution of the book. I thought as long as we were true to the spirit of the illustrations in the book, that was the most important thing. However, we also needed a story that would keep people interested over the course of three evenings in a six-hour miniseries. I wanted to make sure we didn't get too hung up on the smaller storylines in the book and let the characters develop in a more contemporary way. *JUMANJI* was also based on an illustrated book, but it took a lot of license in terms of developing the story from the source material. That was sort of the prototype for this, where you have to take some license."

Creator James Gurney knew that adapting his books to the screen would require some tampering: "From the beginning when we started thinking about adapting *Dinotopia* to film, we all realized that *Dinotopia* would have to go through some changes to give the dramatic contours to make it work on the screen. Hallmark understood that. As an author, what was foremost in my mind was that whatever changes happened





# DINOTOPIA

*Robert Halmi Builds His Mini-Series Renaissance on a Modern Fantasy Classic, and ABC Greenlights a New Series*





would not violate the spirit or details of the original. In some ways, I realized that the best thing they could do was recreate *Dinotopia* with a new set of characters and a new story, set in a new time period, because then it doesn't violate, anything that is in the readers imagination from the books. The idea of creating a new story around Karl and David, designed to fit a dramatic presentation, really made sense. Simon Moore is the

are a lot of details that are based on *Dinotopia*, but taken to the next step into film."

A miniseries is the equivalent of three feature films, but television budgets are notoriously tight. "You have to work a lot faster, said Brambilla. "There's less margin for error. You do extensive pre-production, so you're pretty close to what is actually going to be used. You have less options, so you have to be very specific with what you

One of the key things was to be in England for that amount of time, so I was close to the action. I also spent four months after we stopped shooting, supervising effects. This is the first project where I worked so closely with the effects team, and we're using technology that allowed me to shoot things in a much more natural way. We weren't confined to using motion control for all the shots and using a lot of motion tracking markers."

rigs that could imitate the walk cycle of such creatures as the brachiosaur and pterosaurs were designed. "[They] had to match exactly on the set to the finished animation [of the creatures bearing the live-action actors on their backs]," Brambilla continued. "We did it for several animals, including smaller two-legged creatures. Each one had a completely different walk cycle, and we were able to test them, make modifications, and go back and



**TRUE SYMBIOSIS:** A world where humans and intelligent dinosaurs work together is the backdrop for *DINOTOPIA*'s drama.

screenwriter—he wrote *GULLIVERS TRAVELS* and *THE 10TH KINGDOM*. He took an approach that follows these two characters, Karl and David, who are cast onto the island and have their own character arcs they have to go through, but he tied a lot of threads back to the original story. Descendants of some characters who are in the books appear in the miniseries.

"I was just very impressed with the care and dedication and professionalism the whole team has brought to it. I was consulted on the project from the very early stages, from the story conferences through the finished script and to the design. I made some comments both in terms of general approach and detail, but really this is their creation. There

are going to do, and do it in a more compressed kind of schedule."

Dinosaur epics by their very nature are special effects heavy. Add to the mix the close interaction of the beasts with their human counterparts, and you have a daunting production challenge, requiring Brambilla to work closely with effects supervisor Mike McGee. "Fortunately we really got along, and one of the key things was having a really good personal relationship with Mike," the director said. "I've been working on commercials that involve special effects for over ten years, and I worked with all the kinds of equipment that Mike's using. We did a lot of pre-visualization, and ended up being on the set together a lot.

Working on a television timetable, the director was faced with a tight schedule. "We were able to shoot very quickly because, with the system we came up with, we were able to do a shot and run in with a couple of markers and a couple of lighting sources and references, and then go on to the next shot, so we weren't waiting too long for the effects. Then, of course, there was a whole section of the shoot with blue-screen photography, because *DINOTOPIA* is the first time you have human beings interacting with dinosaurs continually. There are people riding dinosaurs, and action scenes, but a lot of it is day-to-day interaction."

Special hydraulic simulator

make sure that it worked in animation. On the set, I was able to actually view the animation ahead of time, so I could see exactly how the action would look as he's riding on this huge creature, and determine what the most convincing combination would be. That's all a first. As far as I know we're the first people to do something like that."

Among the many challenges confronting Brambilla was the grand entrance to Waterfall City in the first night's episode. David and Karl have been rescued by Marion, the daughter of the mayor of the city, and they arrive in the aqua-metropolis atop huge dinosaurs. "That was very challenging, because we had two huge creatures accompanied by an entourage of small-



er creatures, all of whom are being ridden by human beings," said Brambilla. "When they were close to the camera, they all had to be shot with separate plates that would be matched into our background. The background plate was this huge set which was an exterior, so we didn't have a tremendous amount of control. It was a question of combining many, many elements. It was an immense choreography for the first entrance to Waterfall City: You have CG water, real waterfalls, every conceivable element including a lot of live action, flying pterosaurs, and brachiosaurs that had to be blended into it."

George Lucas had usurped some of the imagery of *Dinotopia*, and Brambilla wanted to avoid comparisons. "Very early on, we talked about the direction that we would be taking with it," he said.

"One of the things that I wanted to do when I first heard about the project was to make the illustrations come to life for a slightly older audience. I was trying to get more production value into the design, so that Waterfall City became a little more specific. In *STAR WARS: EPISODE ONE* they used a lot of *Dinotopia* as a reference for one of the environments they ended up shooting. I wanted to make sure we didn't end up revisiting the same territory."

*Dinotopia* is a huge island with many different climates and environments. Brambilla wanted viewers to differentiate between them over three nights. "I wanted each environment to have its own very specific viewing," he said. "We built Canyon City primarily as an orange-red environment with a lot of dust and wind. It has a kind of aircraft carrier launch pad for pterosaurs and for people to fly out on the backs of these pterosaurs—it's the *Dinotopia* air force. Waterfall City was kind of aquamarine and had this mist hanging over it all the time. It felt much more regal, and much more of a majestic place. Then we have Earth Farm, where they grow all the food for *Dinotopia*. I wanted that to look like New Zealand: very hilly fields of grain, and colored in

ochre tones and green tones. We built a very large barn interior in Pinewood.

"All the architecture had to make you believe that you could have dinosaurs actually occupying the architecture, as well as people. Everything had to be custom built, so things that are 200 feet high don't look that big in the context in

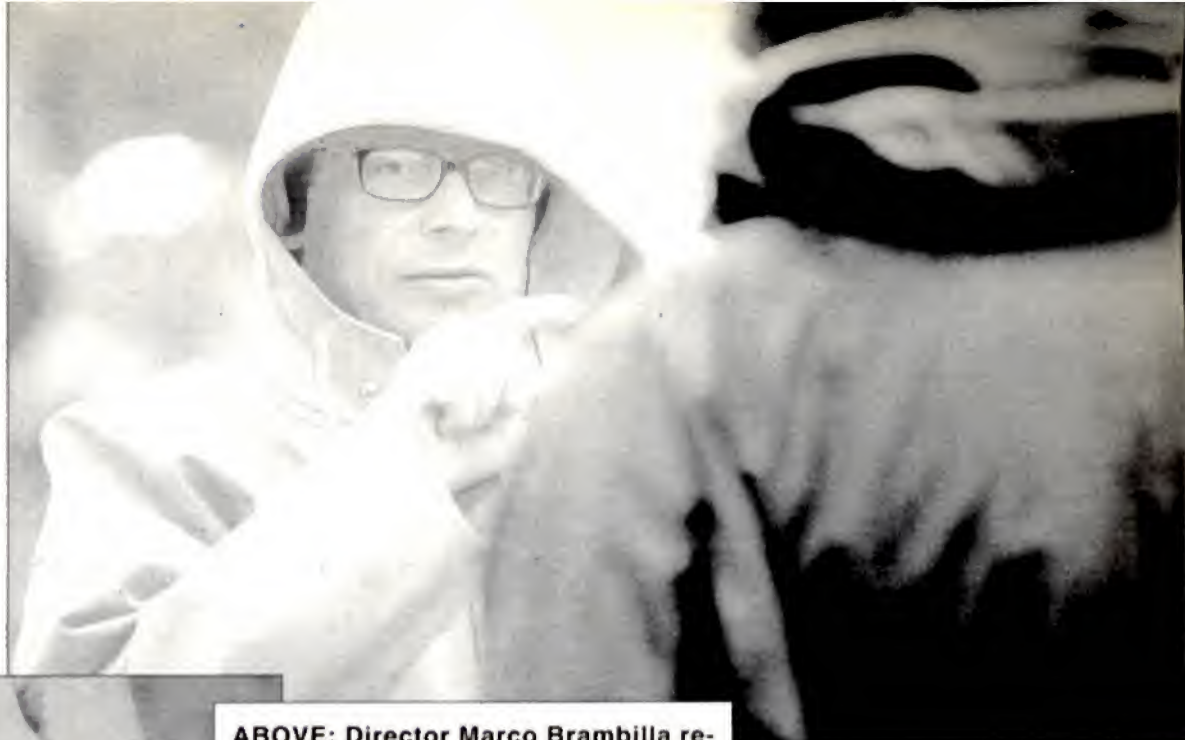


**ABOVE:** Director Marco Brambilla returns, under sometimes arduous circumstances, to genre with *DINOTOPIA*. **Left:** A sunstone, the magical mineral that ensures peace and prosperity in an island paradise.

which we were using it. I found myself building every environment.

"The last one was the World Beneath, a very dark place. We used a lot of volcanic rock and mica. There's a lot of sunken treasure in the World Beneath, and you arrive there in this Jules Verne-kind of submarine. We built that on another stage. At one point we were occupying seven or eight stages at Pinewood."

One of the visitors to the Pinewood sets was James Gurney. "They brought me out to see the sets at Pinewood Studios a year ago," he said. "It was amazing to see the five-acre set they built of Waterfall City, which they tell me was the biggest set ever built there since the Cecil B. DeMille era. That was only one of thirty-five sets they built. It had canals and sixty-foot-tall archways big enough for a brachiosaurus to walk underneath. You could have theoretically done *Dinotopia* environments with miniatures, but they made the decision—at least for this set—that it was important to have an actual, physical set built up to about five or six stories. It makes the play of light and shadow, and the movement of all the extras, much more convincing. But even beyond the scale of that set, the



digital extension of the towers way up into the sky and the city way off into the distance is impressive."

Karl and David, the two boys stranded on the island, are played by the Canadian Tyron Leitso and the British (by way of Brooklyn) Wentworth Miller. Miller has also appeared on an episode of *BUFFY THE VAMPIRE SLAYER*. "We were looking for two very different characters," said Brambilla. "They're half-brothers. They're two sides of the same coin. Karl is very rebellious, very aggressive, very distant from his soul. He's very good looking, never had a problem fitting in, but he chooses not to. That's Tyron's character.

"Wentworth's character, David, is very repressed and has not had as easy a time in dealing with people. He's alienated because he's shy, not because he's rebellious. In a round

about way, when they arrive on *Dinotopia* they each get the missing compo-

nents of their personalities. Because of Rosemary, (Alice Krige) David gets sent to fly in a Skybox squadron where eventually he succeeds and he becomes much more aggressive and courageous and much more sure of himself. At the same time, Karl gets sent to Earth Farm, where he has to deal with taking care of '26,' an infant dinosaur. He becomes much more emotionally mature and more comfortable with people because of that. So each character has his own way of becoming more complete because of their arrival in *Dinotopia*. Rosemary senses that, and makes sure that they go to the right place and develop the

**NEW CITIZEN:** Wentworth Miller is David, discovering himself while exploring a utopian society.







her performance definitely delivered that. She was great to work with.

This would hardly be a mini-series worth its three nights if there wasn't some sort of conflict, though. In jarring contrast to the idealistic Dinotopia citizens is Cyrus Crabb, the first person the boys run into on the island. Crabb, the descendant of pirates, wants nothing better than to leave Dinotopia, but leave it with a fortune. When the sunstones, the source of all power on Dinotopia, begin to fail, David and Karl team up with Crabb to locate more. Together, they journey into the World Beneath, and that's where Crabb reveals his

true nature.

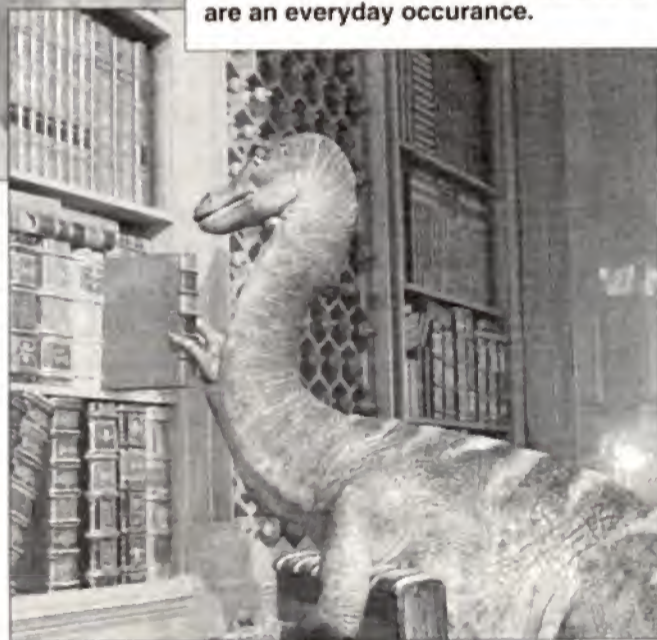
Brambilla cast David Thewlis for the part of Crabb. "I really wanted David to do it," said the director. "We've seen a lot of British actors as villains, and I wanted to find one who hadn't played a villain yet. I really like David's work from *NAKED*, and I met with him a couple of times and discussed the script. He brought a lot of maniacal energy to the character. He approached the character in a very theatrical way, and I think he adds a lot of color to it. When he's on the screen, there is a lot of tension that's due to the way he's playing the character.

Seems the execs at ABC were happy with how things turned out. The network has announced a new, weekly *DINOTOPIA* series—thirteen, one-hour shows that began shooting in February in Budapest, Hungary. The series will pick up where the miniseries ended, although an entirely new cast will fill the roles, with Erik von Detten playing Karl, Shiloh Strong cast as David, and Georgina Rylance stepping into the role of Marion. Mayor Waldo will be played by Jonathan Hyde, and Sophie Ward will be his wife, Rosemary.

Said Gurney about the continuation of his vision, "I spoke to the producer, Howard Ellis. One of my concerns was that the dinosaurs have a major presence in the series, rather than just being a backdrop. He assured me that they would have a better effects budget for the series than anything that has been done before."

It seems *DINOTOPIA* is going to be with us for a long time.

**LIFE GOES ON:** Actor Tyron Leitso as Karl, with newborn dino "26." **BELOW:** In *Dinotopia*, literate saurians are an everyday occurrence.



part of their character that is missing. Eventually, they re-bond as well."

Shortly after arriving on the island, David and Karl meet the beautiful Marion Saville, whose father is mayor of Waterfall City. Katie Carr was cast as the self-reliant Marion. "Katie was great," beamed Brambilla. "She was in England and turned out to be a great surprise. Everyone I was

looking for had to have this very peaceful quality. On the other hand, Katie is also kind of rebellious — when the boys get there, she is beginning to question things. I needed someone with that edge to her, and

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# DINOTOPIA

## SPECIAL EFFECTS

### *You Think It's Easy Getting Humans and Dinosaurs to Work Together?*

By Dan Scapperotti

In charge of visual effects for the miniseries is the Emmy Award winning Framestore, no stranger to producer Robert Halmi's special effects-laden event programming. One of

London's largest effects houses, Framestore executed the visuals for THE ODYSSEY, ALICE IN WONDERLAND, and several other Hallmark films. It was

their work on a famous BBC series, though, that convinced Halmi they could handle the

shots in it, 1,200 of which have computer graphic content, which includes everything from

building full city environments, through to creating walking, talking, carrying dinosaurs. We had to increase our team to 120 people. We have forty-two technical directors who are responsible for doing the modeling, texturing, lighting, and doing the final rendering of the creature; forty-five animators who are responsible for giving all the crea-



**EYE WITNESSES:** Balls on sticks stood in for CG dinos during DINOTOPIA's live-action shoot (left). Above: Director Marco Brambilla monitors a shot.

enormous challenge offered in DINOTOPIA. "On WALKING WITH DINOSAURS," said Mike McGee, DINOTOPIA's special effects supervisor, "we proved that we could do 3D dinosaurs over a long-format program. Robert called me up when he got the rights to the DINOTOPIA series, and wanted us to bring DINOTOPIA to life."

McGee was to spend the next two-and-a-half years devoted to realizing the vast vistas of Waterfall City and Canyon City, as well as the flying Skybaxes and the procession of dinosaurs as imagined by Gurney. "It's an enormous project," the supervisor said. "It has 1,600 effects

tures their movements; and fourteen compositing artists who are responsible for putting the CG creatures alongside any 3D elements, like background plates. Then we have a small production team."

One of the most dazzling images in Gurney's original *Dinotopia* is Waterfall City. Built among the cataracts and swirling waters of a huge river, Waterfall City offered McGee one of his biggest challenges. While a set was constructed at the Pinewood Studios outside London and filming proceeded during the winter, McGee needed to migrate to warmer climes to shoot plates of real waterfalls for his composites. He packed up a small crew, and flew to the Iguassu Falls on the border of Brazil, Argentina, and Paraguay. "The big challenge was trying to match the lighting





and weather," he said. "We were only in Brazil for two weeks. Once we built the city, I came up with the concept of cascading water. Rather than have these enormous waterfalls, I went with multi-tiered waterfalls."

Waterfall City itself was constructed brick-by-brick in the computer. Since production of the city had to be started even before McGee and his team had a shot list, it was important to construct the entire city. "The actual brick work, the stone work on the models that we had to build was so detailed that you could literally fly down every street, go up to the front door of each building, and the detail would be there," he said. "You could get that close. For a year, we just had people building the architecture and the structure of the windows and the facades in all of those buildings."

The other major effects set piece comes at the end of Gurney's first book, when a magnificent procession of dinosaurs carries their human passengers into the city. Said McGee, "The procession was the hardest scene, because it involved Waterfall City—which was a CG set—and it involved high shots of that set from a cherry picker off the top of a crane. We then had to shoot those plates and CG waterfalls alongside photo-realistic waterfalls, so the comparison would be right next to each other. The CG set would be smack up against photo-real sets, combined again with people sitting on the backs of dinosaurs, and the dinosaurs wearing full sets of armor."

"The humans in the crowd had to look at the people who were up twelve feet high on the dinosaurs. They also had to look up to the brachiosaur's head and neck, which was twenty feet to the back of the brachiosaur, where the saddle was, and then up thirty-two feet to the head. We had to provide eye-lines for each of the positions for the brach as he walked into the shot. That involved our getting

the speed of the eye-line correct. To achieve that we had a fishing rod with ping-pong balls attached to it which we got people to look at and make them believe that the ping pong balls were the head.

"Then to get the ground speed correct, we made up a little pedometer. Once we figured the walk cycle of these creatures on the



**MULTI-TALENTED:** Zippo is a CG-generated *stenonychosasaurus* who can read and play ping-pong (with the help of a live-action stand-in).

computer, we had someone walking with the pedometer, followed by someone carrying this fishing rod to get the correct eye line. We then measured the distance of the creature's length from his nose and to his tail, and had a string or something so that people wouldn't cross the body of the dinosaur while it was in motion. Taking all of those things together, we would have interactions cut together on separate passes, or we would have a couple of shots of people running across in front of the dinosaurs.

"One of the techniques we used in the procession I don't think has been done before. We took the computer system with animation programs in it onto the set. First, we took a survey of the set and were able to do a rough model of the architecture in the computer and then attach an encoding device that moves the camera and sends a signal back to the computer so that the computer model moves exactly the same in real time. What that meant was that we were able to

low the dinosaur rather than guess where the creature was. He would do the movement from the saddle, from where a human would actually sit on the back of the creature, and then actually do a pan of the creature's head, which meant that the camera moves that we actually came away with were very fluid and very accurate, as if we were filming an actual creature."

Jim Hensen's Creature Shop was called in to create the maquettes—sculpted models—of the dinosaurs, which were scanned with a laser into the computer. Much like the technique used for *WALKING WITH DINOSAURS*, the CG team then built a skeleton inside that mold, and created a skin over it. A designer then added texture on it, and the CG model was created.

On a tour of the Library of Ogthgar, the boys meet Zippo, a *stenonychosasaurus* who speaks seventeen major and saurian languages and, through the tutelage of young Karl, eventually learns the game of



ping-pong. "We had a professional table-tennis player dressed in a blue suit who would play the shots with the main actor," said McGee. "We then roto-scoped him out and popped the CG character into the space on the plate. That becomes Zippo and Karl's bonding feat throughout the film—by the end, Zippo's skills have improved, and they are able to play a proper match."

Another headache for the production team was filming the humans astride their dinosaur mounts. A motion simulator had to be built for these shots. This device could take 3D data from a computer, and move the motion rig exactly to match the animation cycles that had been made for the shots. "The motion rig is three hydraulic ramps going up to a large, triangular metal plate," said McGee. "Onto that we affix body torsos of the dinosaurs, which were painted blue. These were built from CG cross-sections that cut out very accurate body forms."

"The rig had to be sturdy enough to support the largest saddle we had, which held six people. It had to be constructed out of heavy-weight material. It was so heavy that once it was bolted to the ground, there was no chance of moving it. Once the animation cycle was started, if it wasn't bolted to the ground the velocity would lift it off the floor." CFQ



# S P I R I T

STALLION OF THE CIMARRON



*By Chuck Wagner*

**T**he life of a stallion in the American Old West...from the stallion's point-of-view. That's the theme driving *SPIRIT: STALLION OF THE CIMARRON*, the latest animated film from DreamWorks SKG.

"It was originally Jeffrey Katzenberg's idea to make an animated movie about a horse," explained Kelly Asbury, co-director (with Lorna Cook) of *SPIRIT*. "I don't know that the original idea was just because he said, 'Horses are difficult, let's see what we can do.' I think that there had never been an animated feature with a horse as the protagonist. I think he felt that a horse is a noble animal, and most of the time in animation, horses are given a very comic treatment. I think he wanted to push the boundaries and see what we could do from a dramatic and emotional standpoint to tell a sto-

ry from the point-of-view of a horse."

"I think he wanted to do a movie like this," Asbury added. "He wanted to do something with a Western theme, an American theme. I think it evolved into the story we ended up with. Initially our writer, John Fusco—the screenwriter of *SPIRIT*—wrote an original story based on a meeting with Jeffrey to find out the kind of story he wanted to tell."

*SPIRIT: STALLION OF THE CIMARRON* follows the adventures of a wild and rambunctious mustang stallion as he journeys through the untamed American frontier. Encountering man for the first time, Spirit defies being broken, even as he develops a remarkable friendship with a young Lakota brave. The courageous young stallion also finds love with a beautiful paint mare named Rain, on his way to becoming one of the greatest unsung heroes of the Old West.

"The way these movies are made," Asbury said, "[is that] they're very painterly in their story process. There are a lot of different people involved, a lot of different story artists. It's a collaborative, shared vision that's conjured over a period of time."

*SPIRIT* marks Asbury's debut as a director. "I had worked with Jeffrey on *PRINCE OF EGYPT* and done some work on *SHREK* in the development stage. I had also worked with Jeffrey at Disney, prior to being with DreamWorks. He just asked me if I wanted to give it a try. My partner, Lorna Cook, and I had been co-heads of story on *PRINCE OF EGYPT*. We formed a good partnership with that. I think he just wanted to see what that same partnership could do as a directing team.

"I've been a story artist. I've been doing storyboards for years, actually—most of my career. I've also been an art director. My co-director, Lorna Cook, had been an animator





and a story artist primarily throughout her career. We are artists, and we do draw. We are hands on, and we did do some storyboarding on SPIRIT, along with the story crew.

"Animation is such a collaborative field. I think the director helps to distill ideas and have them executed by the crew. The director keeps the film focused on the decisions that are made: what's the best way to tell the story—it's all really about storytelling; what are the best visual elements; what's the best way to focus this story and keep it on track? You direct the voice actors, oversee the art direction—we work in every department."

Although, unlike other animated films, SPIRIT does not rely heavily on dialogue, recording the voice actors was still one of Asbury's most demanding chores. "The reason we record the voices first is because we essentially have to have the audio track

available for the animators to do the lip synch to when they animate," the director said. "It's very difficult to try to animate a character first without the voice track and then try to match them. You can try to do it like a looping session, but that's really not preferable to having on the exposure sheets the voice track and the places in the frames where the different syllables and vowels hit, so the animator knows where to put them.

"In animation, you have written dialog and you usually have character design done. A lot of times, before we get the actor in, we have designed the character. Sometimes there's a little bit of cross-pollination that takes place, when you hire a certain actor and you realize there are certain nuances about his character that you want to employ."

The use of computers allows for creation of material early in the process. "We do work with something we call story reels,"

Asbury explained, "where, as we develop the story from script to storyboard, it becomes this very organic process of taking the story sketches and putting them on the computer through a video process. We create the film as a very detailed slide show—with temporary sound and sometimes temporary voices—to where the timing and the editing are all decided before it goes into full production."

This tool is also useful for winning approval from your higher-ups. "Yes," Asbury chuckled. "The director's approval and Mr. Katzenberg's. There's an illusion that we're all beholden to whoever's running the studio. But really, in the case of Jeffrey, I can honestly say Jeffrey is a partner in the process. He's a very creative person and the creative leader of the company, so he actually plays tandem roles in how we come up with these ideas. He's very open to other ideas and other people working with him,



particularly the director. I like to think of him as very much a partner in the process. Frankly, that's what makes it work with Jeffrey."

SPiRiT is advertised as a 'traditional animation' film from DreamWorks. "Rather than computer-generated [CG] imagery for



**DRAWING ON NATURE: SPIRiT background artists gain inspiration on-location. Above: Grand Canyon concept.**



that would be impossible, such as taking the camera into a 3D realm for the animators to work in. There's a real nice blend in our movie of traditional, hand-drawn animation—with all that same majesty and beauty that are in the best animated features—with CGI. I think it's clearly seamless."

It has been said that, realistically rendered, horses are a difficult subject for animation. "I think all quadrupeds—all four-legged animals—are difficult. Our principal animator on the character of Spirit gave a speech to the animation crew when we first started making this movie. He very eloquently made a mis-

the characters and the animation, it's hand-drawn by animators on drawing boards. 'Traditional' is the new word since the advent of CG. That's the best way I can explain that."

This is not to say that the computer has been abolished. "The computer is our partner and helper," Asbury said. "It's a great tool to have in the toolbox to get those camera moves

**NEW GENERATION:** The goal for the SPIRiT crew was to exceed the levels of naturalism established in the Disney classic BAMBI.

"I think that was the most eloquent way of putting it. SPIRiT is nothing like BAMBI, but it is as difficult to animate as BAMBI was. The kinesiology of a horse, and the locomotion of how they move...There are some very precise things there that happen, that take a lot of knowledge and a lot of observation of real life to recreate."

Sounds like trips to the horse ranch and track were in order. "The L.A. Equestrian Center is just a few miles away from the studio," Asbury said. "A lot of horses were filmed, a lot of observations were made. It took a lot of study and hard work from the entire animation crew to really understand how these animals move. We were not making a cartoon about horses. I like to think of this movie as a







**POWER OF THE ARTIST:** Even in CG sequences, *SPIRIT* eschewed motion-capture to render the grace and power of equine motion. Below: Directors Lorna Cook and Kelly Asbury.

film about horses. It's a very naturalistic execution of these characters in the beautiful medium of animation."

*SPIRIT* is 100% motion-capture free—accomplished completely without using markers attached to horses or any other motion-capture technique. "I can honestly say there was not one frame of motion-capture used in this movie. On a film of this nature, the computer is just another tool in the artist's toolbox. The people who animated any of the computer-generated horses are animators and artists who had to learn the same skills. The computer is just a new paintbrush."

As with every artist, Asbury took a route to getting to where he is now. "Originally, I'm from Beaumont, Texas. I can date my interest in animation back, probably, to first grade. At some point during that time, *SNOW WHITE* was re-released. It's the first movie that I remember going to and asking my mom to let me go see again and again. These were the days before video. I went to it four times in one weekend when I was, I think, seven years old. I think that was probably not only the time I discovered animation; that was also when I discovered I needed to be part of movie-making, somehow. I always liked to draw, and I always liked animation, so I sort of moved into that territory. I wanted to make movies as long as I could remember."

With *SPIRIT* in post-produc-

tion, Asbury can look ahead: "What's next for me is hearing a lot of new ideas, reading a lot of scripts, and working on a few personal projects of my own, unrelated to the movies."

A published author and illustrator, Asbury wrote and illustrated the children's Halloween picture books, *Witch Dot*, *Frankensquare*, and *Candy Corn*, which hit stores in Fall, 2001. Asbury also provided the artwork for the books *Turkey Time* and *Thanksgiving Parade*. Scheduled to release in 2002 is his book *Dummy Days: America's Favorite Ventriloquists From Radio and Early TV*, a vintage photo-filled volume targeted at baby boomers for which film critic and entertainment historian Leonard Maltin is providing commentary.

Perhaps *SPIRIT* will be the

first of many culminating moments for

really love it there. I think that DreamWorks is in a position of being able to experiment a little more with various subject matters, perhaps, than it seemed when I was at Disney. It seems that DreamWorks is not pigeonholed into one type of film that they are expected to produce. I think it's a studio that can branch into other areas of interest.

"I like to try and tell good stories, and I don't think there's any one type of movie that I'm drawn to—I like so many different ones. If it's a good story, I can usually enjoy it. CFQ



Asbury. "I hope so," the director of animation said with a chuckle. "I've been at DreamWorks just about from the beginning, and it's been an exciting, fascinating thing to be part of. I



# SPIRIT

STALLION OF THE CIMARRON

## Animating Spirit

By Chuck Wagner

It's a bit masochistic, to say the least," James Baxter said with a chuckle, discussing the difficulty of being supervising animator for the title character in SPIRIT: STALLION OF THE CIMARRON. "When animators talk about the hardest things to animate, the horse invariably comes up. I guess I knew I was going to have a big crew working for me, too, because the movie pretty much follows this character around. There's no sequence that he's not in. So I knew I was going to have upwards of twenty-five animators working just on the main character, under my supervision."

Sounds like a lot. "It depends," Baxter said. "Normally the main character takes about a dozen, fifteen, sixteen people to do. Also, it's

**LARGER THAN LIFE:** Jeff Katzenberg meets, and seems duly impressed with, one of SPIRIT's real-life models.

typical that there are sequences in a movie that your hero is not in. You go to the villain or you do something else. Spirit's in every sequence in the movie. The movie follows him around. My thoughts were, *Gosh, I really need to come up with some very specific model sheets, formulas, and ways of animating this horse that everyone can follow.*

"There was a process for about a couple of months where I was just trying to figure out the mechanics of the animal, the anatomy and all the rest of it, so we could be free to animate whatever we wanted. Doing animation like this, you're required to do things with the character which real horses can't do, or it's hard to get them to do.

"We had to have total freedom in our own minds about how a horse moves, how you go from a trot to a canter

to a gallop, and all the anatomy involved and the timing involved in that. Then you could be free to animate whatever you wanted."

Unlike most animals rendered in animated films, Spirit doesn't talk. "There's a narrator," Baxter explained, "[who conveys events] from Spirit's point-of-view. Every now and then, the narrator will pipe in with some little comment. It really is like a regular narrator, but

it's told from Spirit's point-of-view. But no, the horses don't speak at all. They make horse noises, of course, but it's not in the place of talking. You could



animate a horse talking, but it would be much along the lines of the way they animated deer talking in BAMBI. The more realistic you go, the harder it is to do."

BAMBI again. Has the challenge of exceeding BAMBI been met? "Oh, I don't know about that. I would never claim to have pushed the bar higher than BAMBI. That would be presumptuous. Deer aren't easy either. And since the animators were pretty much inventing the medium as they went along in 1939,





**THE FULL TREATMENT:** SPIRIT's creators had to merge the reality of nature with the freedom of animation. Left: Initial concept art.



1940, it would be presumptuous for me to say we've exceeded them. I did say to the crew at the beginning of SPIRIT that we should strive to do that, because there's really no reason why we can't reach that level since those guys weren't any older or more experienced than we are now. And they were making it up as they went along. We have their shoulders to stand on. We have no excuse not to get this right."

And he feels his team did a good job. "Ninety-nine percent right. I think we did pretty well. I'm very pleased with the way the crew rose to the

occasion with such a difficult task.

"We had shots that were exciting to do because they were so challenging. Some of the stuff in a rodeo scene we did was fun to do. We have a rodeo-like sequence where Spirit gets captured by the cavalry and they try to break him. Lots of different soldiers try to get on his back, and he throws them off. That was fun to do because we were doing all sorts of angles which would've been very hard to do in live action. The horses are stomping on the camera—it's in there with them. That was fun

because it came out of my imagination. I watched a lot of tape of rodeos to get the action right."

Baxter feels SPIRIT might be the toughest film he's worked on. "I started working on ROGER RABBIT, which was done in London—ninety percent of the animation was done in Camden. ROGER RABBIT was a Disney/Amblin co-production; there were a handful of Disney animators that came over to work on it. I went on to spend seven years at Disney, working on LITTLE MERMAID, BEAUTY AND THE BEAST, LION KING, and all that stuff."

Baxter was born in Bristol, England, raised in Bishop's Stortford and attended West Surrey College of Art and Design in Farnham, England, where he began his studies in animation. Baxter joined DreamWorks in 1996, first serving as an animator on the Moses character for PRINCE OF EGYPT, and then as the supervising animator on the Tulio character in the comedy/adventure THE ROAD TO EL DORADO.

"On the animation side, about ninety percent of [SPIRIT's] shots are animated by hand, the way it's always been done," Baxter said. "But we're animating some shots in CG—the way you'd do TOY STORY or whatever—but they're rendered in a different way to make them look like drawing. It's shots that would be difficult to

do in 2D, but which now are easier to do in 3D on the computer: shots where the camera is flying around a character; where you can see the perspective changing on every frame. I've done shots like that in 2D, but it's easier to do on the computer.

"Things like entire herds of horses would be very difficult to do in 2D, or just so labor-intensive it would be ridiculous to try it. We had the same character built in the computer as we had drawn on paper—we met in the middle. It was actually our task as 2D animators to try and get as technically perfect as we could in 2D, because the thing about 3D animation is that it's *always* perfect. It's a three-dimensional object, and we're just faking it in 2D with drawing. So we had to get our perspective and spacing and everything as accurate as we possibly could in 2D, so the 3D stuff and the 2D stuff would look the same. There are shots in the movie where a character starts out as a 3D character and blends into a 2D character halfway through the shot.

"It's not supposed to be a 3D movie, in the way that TOY STORY is. People thinking it is will be disappointed. It's still supposed to be in that 2D realm with the feeling more of a moving storybook, not this hyper-real-looking thing."

Any itch to become an animation director? "Nope! I'm quite happy doing this!" he concluded with a laugh. CFQ



# Minority Report

## Superstar Power on the Big Screen: Spielberg and Cruise Take on Phil Dick

By Edward Gross

When you think of this summer's MINORITY REPORT, there are probably a couple of thoughts that go through your mind, most notably, "That's incredible!" or "How in hell did they pull *that* off?" No, we're not talking about the film itself, but rather the fact that it teams for the first time director Steven Spielberg with actor Tom Cruise, two Hollywood powerhouses with no reputation for cow-towing to others. Battle of the super egos? Control freaks on a rampage? Not according to producer Bonnie Curtis.

"Having worked with Tom and having worked with Steven for the past twelve years, I can say that neither of them are control freaks," she said. "They are *perfectionists*, and these two mega-personalities coming together is the event of this movie. Friendship and family are foremost to both of these men, so it was nothing but playtime, and they had a blast. Tom was the actor and Steven was the director, and while we handled a lot of the layers of this complicated production, they really focused on their friendship, their performance, and making sure that they brought the best out of each other. There was never anything

competitive between them. What they brought out of each other is something really wonderful to watch, and I'm willing to bet that they'll be working together again."

In advance of that seemingly inevitable reteaming, there's MINORITY REPORT itself to check out. Based on the short story by Philip K. Dick (BLADE RUNNER, TOTAL RECALL), the film takes place in the year 2054, a time

**MYSTERY STORY:** Tight security still surrounds the nature of Tom Cruise's (right) flight from the law in MINORITY REPORT, but producer Bonnie Curtis (below) says that Spielberg is once again twisting genre to his own vision.





in which a psychic species has arisen that can predict murders before they actually take place. Not content to merely prevent these killings, a special law enforcement unit has been set up to arrest the perpetrators *before* the crime occurs. Tom Cruise is one of those



**MAJOR PLAYERS:** Tom Cruise (above) and Steven Spielberg (at left on A.I. set with Haley Joel Osment) team up to recreate Phil Dick's vision of a future where citizens are guilty before they commit crimes.

cops, a man who suddenly finds himself on the run when it's predicted that he will commit murder. Out to prove his innocence, he desperately tries to elude his fellow officers.

Outside of that general outline, not much is known about the film, and no one is really talking just yet. "What I *can* say," offered Curtis, "is that the story takes place in the future, and the seed of the idea comes from the Dick short story. Steven and his writer, Scott Frank, have taken it miles beyond and have really created what we like to call a 'future reality,' as opposed to a science fiction world.

"We have fun with it, we're definitely fictitious, but we did a lot of research to make sure that things seem as realistic to people as possible. In other words, you're not going to be watching *LOGAN'S RUN*.

"Steven," she added, "as he is so fantastic at doing, has brought a human element to the story. Although there are some things that seem sci-fi, what you have to understand is that even though this is only fifty-two years in the future, a lot of this stuff is going to be possible then. Even though it may look futuristic at this point, it's right around the corner. We tried really hard to show the future, but Deborah Scott, who handled wardrobe, brought every decade into this future. If you look at history, that's really what's happened: There's nothing new under the sun, so a lot

of things are pulled out of the past. At the same time,

this mix of all of these elements have created a reality of its own."

Whereas most people look at *MINORITY REPORT* as a science fiction film, Curtis doesn't necessarily agree. "It's a Spielberg film," she laughed. "That's

what genre it is. Outside of that, I can't really capsule it into a certain genre, because he has yet again created a wonderful world."

The world of *MINORITY REPORT* is viewed as Spielberg's second foray back into a genre that he helped revolutionize with such efforts as *CLOSE ENCOUNTERS* and *E.T.*, but from which he has more recently drifted in favor of fare that is considered more serious and "important." Prior to this effort, he helmed *A.I.*, creating a film that was definitely somewhere between his style and that of the late Stanley Kubrick, who had nurtured the project through ten years of development.

"I think of *A.I.* as much more a fairy tale than a science fiction movie," Curtis pointed out. "I see that as Steven trying to do due diligence to Stanley, and respecting the fact that Stanley wanted to tell a futuristic fairy tale. I think both films are completely different from each other, but neither one of them falls into the traditional science fiction world.

"Steven really took the shackles off on *A.I.*, and we were fairy tale all the way. It was not a film bound to any kind of science fiction tradition or to any sort of future reality. He just really opened up to the idea that anything is possible. On *MINORITY REPORT*, while we tried to create the idea that anything is possible, we really tried to ground it to Earth. We tried

to make it more about what it would like to be in the year 2054. That's why our production designer, Alex McDowell, was so brilliant, because Alex really came from the perspective of M.I.T., technological, and what could really happen. He was constantly trying to reign us all in, saying, 'No, no, no, it would be better *this way*...' He really got it pretty realistic in a lot of areas of the film."

The difficult part of the film's premise is the concept of being found guilty before you commit a crime. If you haven't actually killed anyone, what the hell are you guilty of? "That's where the 'science fiction' element comes into the story," Curtis explained. "In the original short story, there are these beings that have the ability to see the future. So you're dealing with a real psychic element. A lot of details that Steven has created are really based on the original conceit of the ability to get these killers before they commit their crime. But the short story is just the seed of the idea, and it does go for kind of an eerie, sci-fi world. But Steven has made it something entirely wonderful."

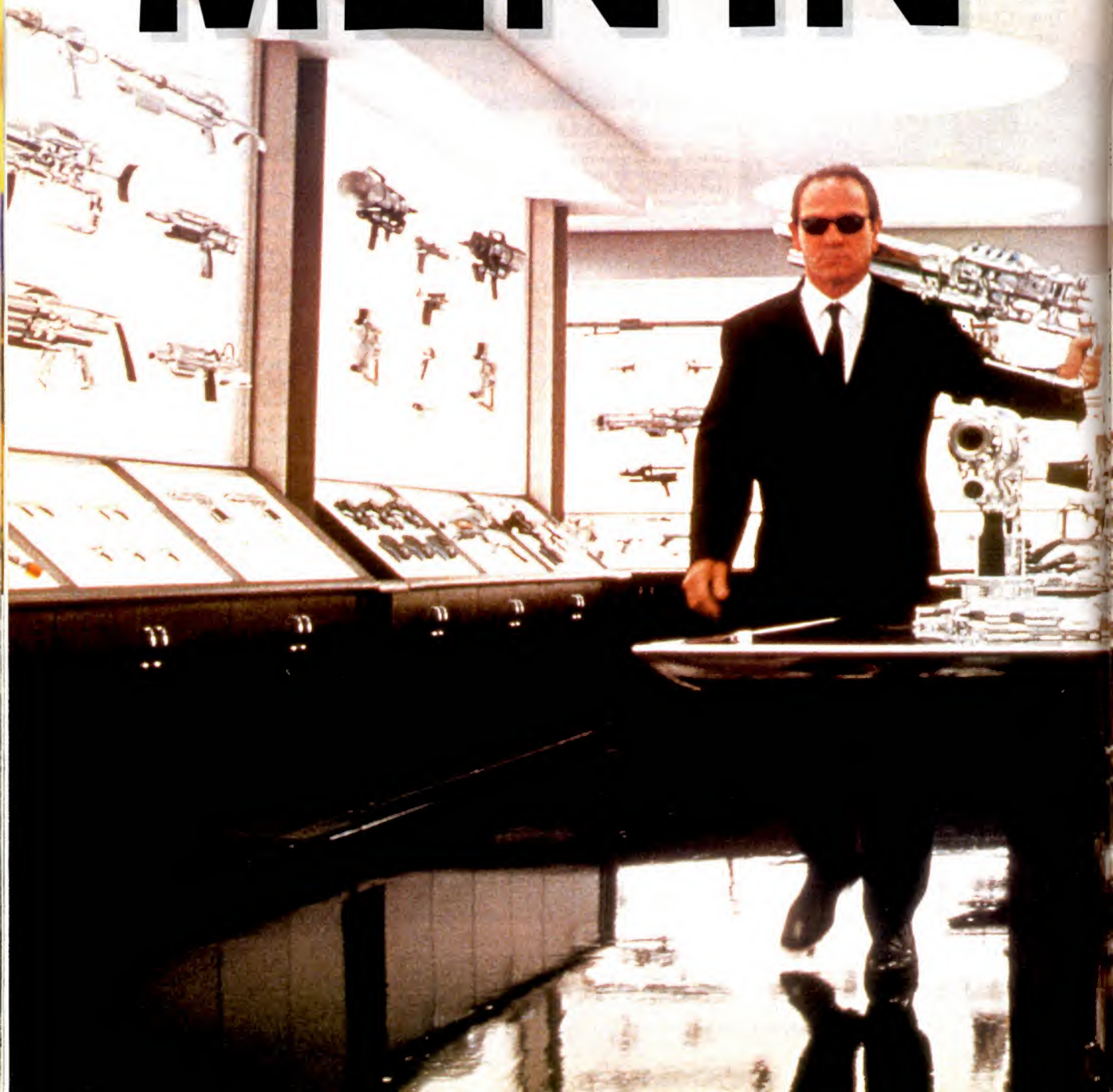
The real question for Spielberg's fans is whether or not the combination of *A.I.* and *MINORITY REPORT* is a sign that he will be more fully embracing the genre, or whether this was merely a stop along the way between his "other" work.

"You never know," Curtis laughed, while noting that *INDIANA JONES IV* is a project that she believes *will* happen. "Steven is riding the wave of his creativity, and we're all lucky enough to go along for the ride. He so desperately wants to make a million more movies than he does, but he's only one man. He has to take the time to really think about which project he's going to do. But if you're looking for something imaginative and fun, you're about to get one of them." CFQ



*On the Job with*

# **MEN IN**





# BLACK 2





“In the first one, Tommy didn’t realize how funny he was until he saw the movie. George Burns is as funny as Gracie Allen, but you need them both.”

—Director Barry Sonnenfeld

By Steve Ryfle

Culver City is exactly the sort of place you’d expect aliens from a distant galaxy to launch their invasion of Earth. It’s a middle-class, bedroom community with a little downtown area, mini-malls, and supermarkets. Just the kind of anonymous locale where a conquest-minded extra-terrestrial could blend right in while plotting world domination.

So it’s no surprise when, here in Culver, an alien disguised as a beautiful, female Earthling walks into a crowded building, shoots tentacles out of her appendages, sends bodies flying across the room, and proceeds to hold an entire governmental agency hostage. Good thing, though, that the beautiful femalien is really actress Lara Flynn Boyle, and the building is actually the Men in Black headquarters—a huge set on Stage 15 of the Sony Pictures’ Culver City lot.

It’s a weekday morning

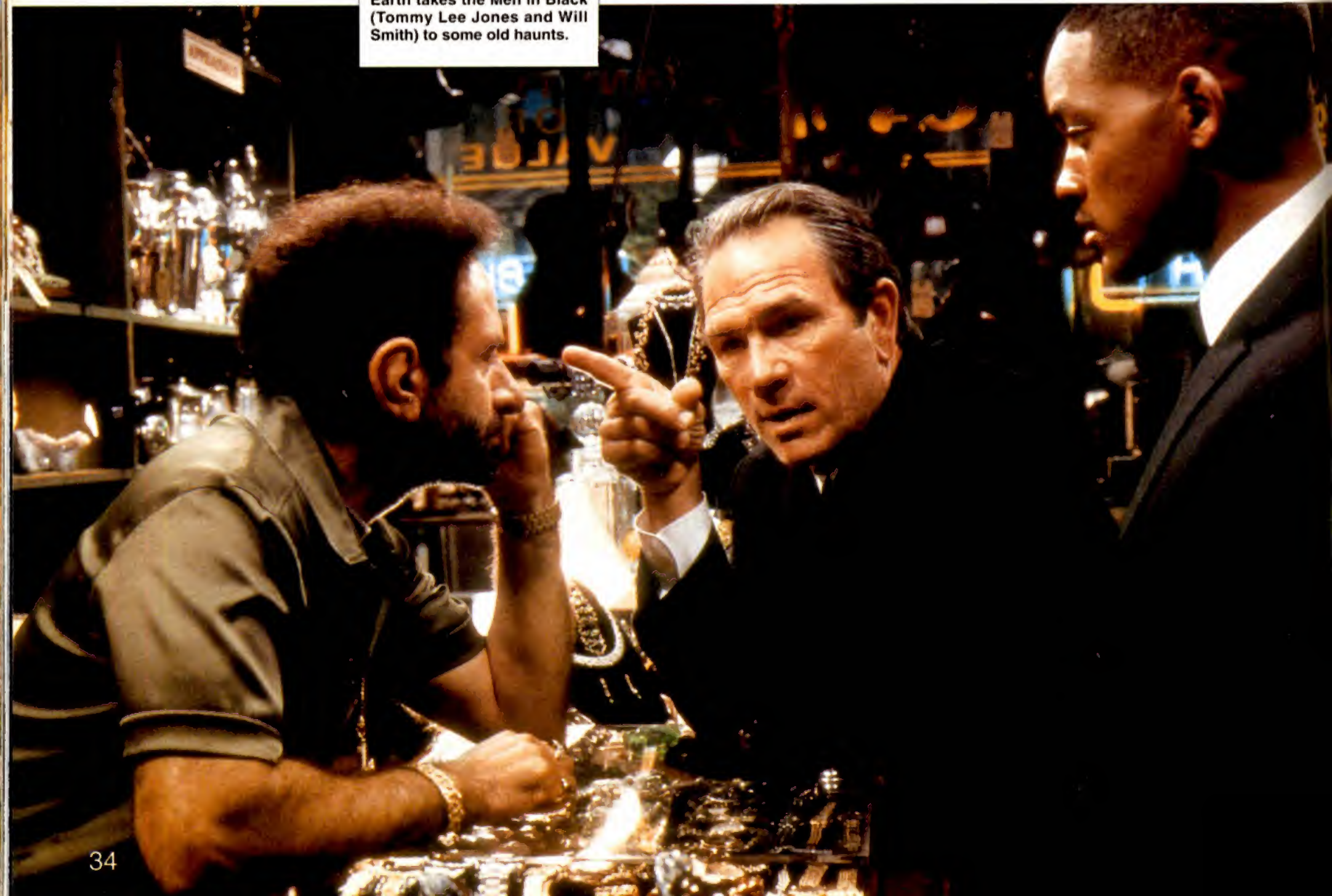
in early September, 2001, one of the final days of pre-9/11 American life; and *Cinefantastique* is on the set of MEN IN BLACK 2, watching director Barry Sonnenfeld and his crew film a pivotal scene wherein superbitch alien Serleena (Boyle) returns to Earth in search of MIB Agent K (Tommy Lee Jones), the man who did her wrong twenty-five years ago. Shape-shifting into various forms—including a huge vine that crushes humans like twigs—the ultra-powerful Serleena makes quick work of the various MIB agents and all the puny E.T.’s who happen to be passing through the agency’s intergalactic terminal.

Even though we weren’t privy to all the details of the film (for one thing, most of the “aliens” we saw were merely actors in simple costuming who would later be morphed into bizarre creatures via CGI; for another, Sonnenfeld and company were keeping tight-lipped about script details), it was evident that screenwriters Robert Gor-

don (GALAXY QUEST) and Barry Fanaro (an ex-TV sitcom writer also credited on KINGPIN) were looking to recapture, even surpass, the original MIB’s unique blend of comedy and sf spectacle. Consider the inside of the MIB headquarters building: It’s pretty much the same as in the original movie, except for the glaring addition of a ground floor that now looks like the terminal of an international airport. There are fast-food restaurants, cell phone purveyors, souvenir photo kiosks, duty-free stores—everything an alien might need before boarding his flight back to Uranus.

The first MEN IN BLACK was one of the surprise hits—commercially and critically—of summer 1997, but Sonnenfeld had been quoted as saying he’d never want to do a sequel. What made him change his mind? According to the director, it was the prospect of working again with stars Jones and Will Smith, as well as the other members of the team that created the first film. “I’m amazed that Sony figured out a way

**NEW MISSION IN STORE:** A renewed threat to the planet Earth takes the Men in Black (Tommy Lee Jones and Will Smith) to some old haunts.







**THE PAST IS BACK:** The consequences of his younger days forces a de-neuralized Agent K to confront a dangerous and enigmatic alien (Lara Flynn Boyle).

to make *MEN IN BLACK 2* at a [budget] number that isn't insane," Sonnenfeld said. "It's shockingly not-insane, and it still got us all to come back. Basically, I think the secret is that Sony was just willing not to ever make any money on the movie [laughs]."

Why was Sonnenfeld initially reluctant to tread this territory again? "The problem for me was, for one, it's a really annoying movie to make. It's a lot of days, and a lot of blue screen. The first one, we were wonderfully under the radar, because that summer was *BATMAN AND ROBIN* and *LOST WORLD* and all these other movies. We were kind of invisible, and we snuck up on people at the last minute. This time, we don't have that luxury.

"What made me very hesitant was that I had directed a sequel before—*ADDAMS FAMILY VALUES*—which many people actually think is better than the first *ADDAMS FAMILY*. (I actually like the first one more, because it's more romantic.) So we had the same kind of problems on *MEN IN BLACK 2*: How much do you make it resemble the first movie, and how much different do you make it, so that people don't see the jokes coming? That was really tough. The first script I read for *MEN IN BLACK 2* was too much like the first movie. But we were able to [revise] it to a

point where, now, I really like the movie."

Sonnenfeld held that, like the original, *MEN IN BLACK 2* is a character-driven comedy that's more about people than plot. It begins a few years after the first film ended, with Agent K living in blissful, neuralized ignorance as a postal worker in Cape Cod. Agent J has injected the MIB agency with his own sense of style and attitude, but he's turned into a hothead who keeps firing partner after partner (one of whom, Agent T, is played by *THE TICK*'s Patrick Warburton), first erasing their memories with the neuralizer. At the time of our interview, Sonnenfeld couldn't divulge further story details, but he tried to accommodate our need to know.

"[Agent K] did something twenty-five years ago that he shouldn't have done, something he thought he'd taken care of—a mission he was assigned to that he didn't do what he was supposed to. Now it's come back to haunt him in that Lara Flynn Boyle, who he thought he'd gotten rid of twenty-five years ago, comes back to Earth, looking for this thing that Tommy was supposed to have given her back. She's really angry.

"The only one who knows what really happened is Tommy, and his memory has been erased by Will. So Lara Flynn Boyle

has come to find Tommy, because she knows that he

has the answer to what happened to this thing that he was supposed to have done something with. And, boy, if you [print that], millions of people will be coming opening day! [laughs]"

Sonnenfeld is an affable guy, and seemed to be holding up quite well under the pressure—*MEN IN BLACK 2* was put on the fast track at Sony in September, 2000, and began filming in June, 2001. It's also clear that he has great rapport with his actors. His style of comedy, demonstrated so well in films like *GET SHORTY* and *BIG TROUBLE* (let's ignore *WILD WILD WEST* for the present) is dry and sly, and doesn't rely on the dumbass humor of Adam Sandler movies or the gross-out gags of the Farrelly brothers. It's a style that Tommy Lee Jones, who hadn't really been known as a comic impresario before *MEN IN BLACK*, had to get adjusted to.

"The best thing about doing the sequel is that I've loved working with Will and Tommy on this one," Sonnenfeld said. "On the first movie, I think Tommy didn't understand my version of comedy, and Tommy didn't know how funny he was until he saw the movie and realized. George Burns is as funny as Gracie Allen; you need both a straight guy and a funny guy, but they're



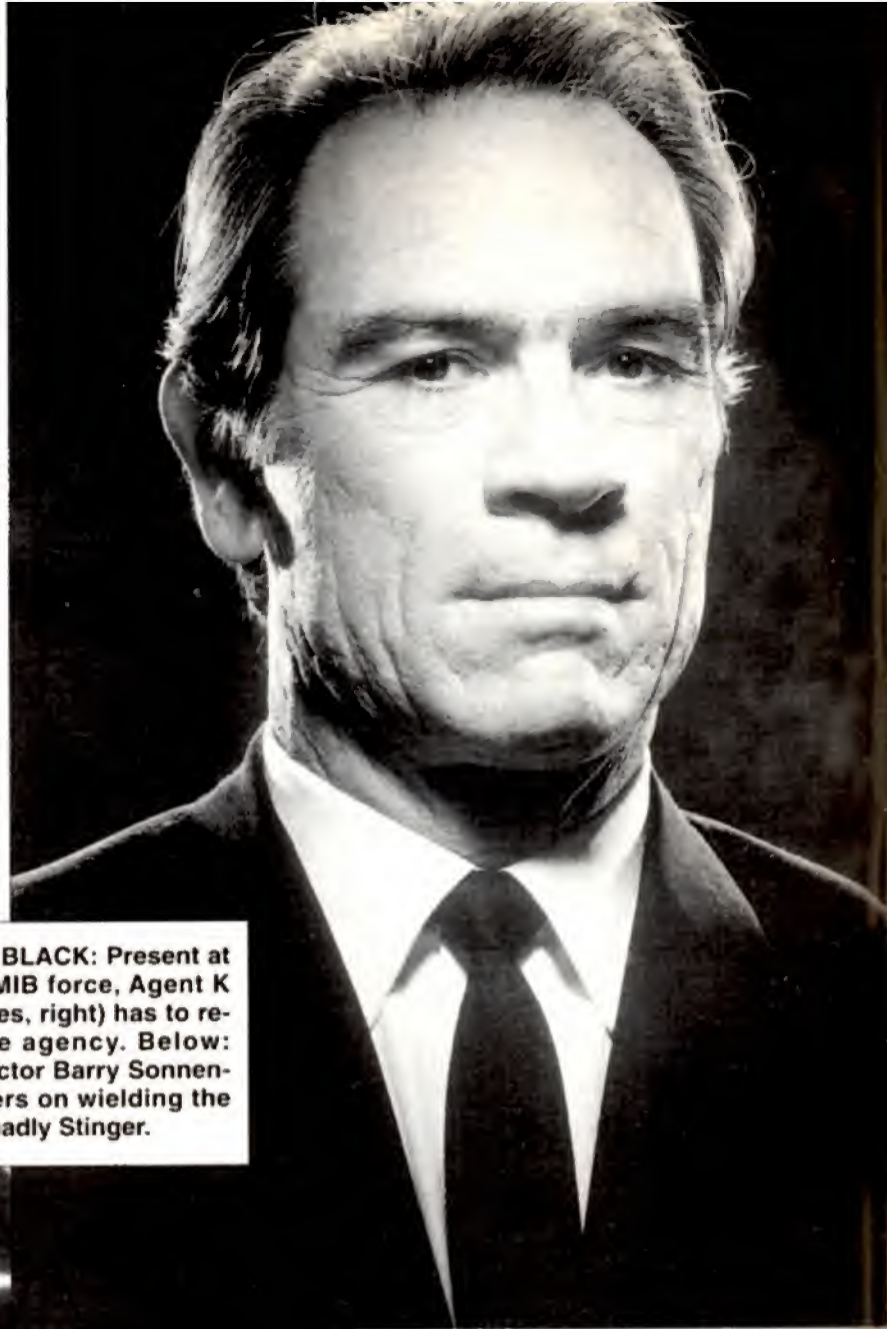
equally funny. Tommy, having finally seen the first movie, realized that I wasn't trying to make him not funny, I was trying to make him *really* funny. Tommy loves what he did on that movie and has now so embraced it.

"I remember doing a take at the very beginning of (MEN IN BLACK 2). I said, 'Hey Tommy, I want to do one more, and here's what I want you to do.' And Tommy said, 'You want me to do absolutely nothing. I get it.' But, he said it with a real delightful face. Basically, Tommy wants to say nothing, as he did on the first movie. He would come to me and say, 'Barry, you don't need this line, you don't need this line, give Will this line of mine, because I don't want to say it.'

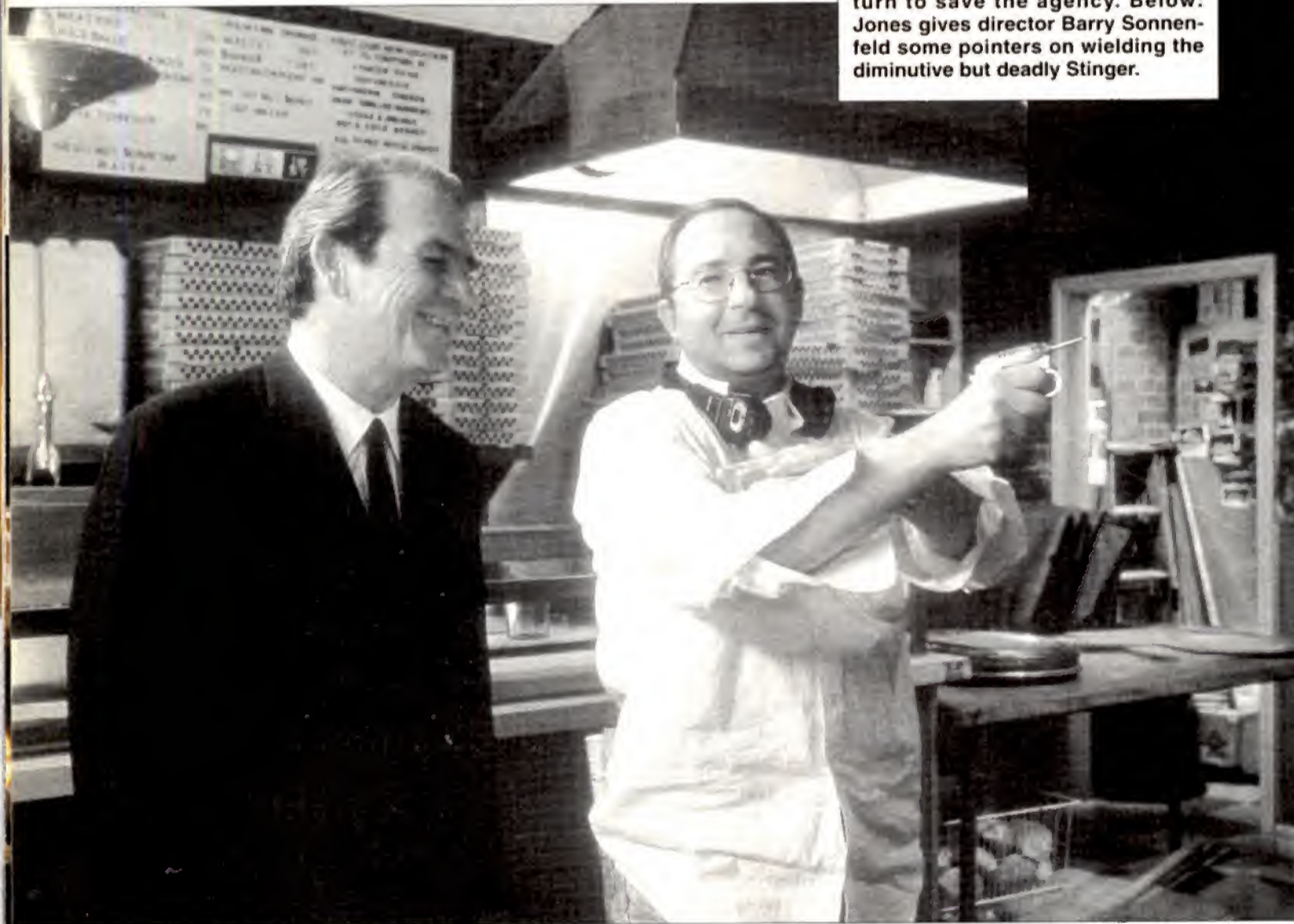
"He's recently married and he's very happy, and Will's very happy and in great shape. I had worked with Johnny Knoxville [of MTV's JACKASS, who plays a two-headed alien in the film] before on BIG TROUBLE, and he's a joy to work with

the other day where Will brings Tommy into the gun room to give him a gun. And Will looks at this scene and he says, 'Barry, you don't need this scene.' I go, 'No, no, you do need this scene, it's a funny scene.' So, Will has now embraced Tommy to the point where he doesn't even want to do whole scenes.

"Part of the joy of this movie is, at the beginning, to see Will Smith basically playing Tommy Lee Jones—being this sort of hard, angry guy that Tommy was by the end of the [first] movie, and seeing Will be totally in charge until, basically, Dad comes home. Literally, there is a scene where Will goes from 'I'm in charge,' to



**FOUNDATION IN BLACK:** Present at the birth of the MIB force, Agent K (Tommy Lee Jones, right) has to return to save the agency. Below: Jones gives director Barry Sonnenfeld some pointers on wielding the diminutive but deadly Stinger.



ter. I thought that AUSTIN POWERS: THE SPY WHO SHAGGED ME was a better movie than the first one. The first MEN IN BLACK ended up, at the end of the day, being a decent movie. So, I'm a little worried that we're going to be compared to the first one. That was my big concern: How do you make a sequel, but not make the same movie over again, but not screw up what was working? What was working was the relationship between Will and Tommy—how can you screw that up? Well, it would be by having Will be like Tommy the whole movie, because people want to see Will being amusing and energetic. That

and a really talented actor.

With Will Smith, the comic equation is a little different. A sitcom actor by trade, Smith's movie persona tends to be anything but subtle (remember: "I could have been at a barbecue!"), but Sonnenfeld managed in MEN IN BLACK to ratchet the ex-rapper's performance down a little bit, to great effect. For the sequel, Sonnenfeld says Smith took it a step further.

"On this one, Will has so embraced Tommy's attitude. We were doing a scene

'OK, Dad, tell me what to do—I'm really sorry.' Tommy getting his memory back is great."

Another reason for Sonnenfeld's early reluctance to do the second film was a mild case of "sequelitis." The director has done the "sequel thing" before, and is well aware of the perils of following up a popular film. "BACK TO THE FUTURE may be the exception, but oftentimes what makes a sequel successful is that the first movie wasn't very good, and the second movie is bet-

was the concern I had.

"In one of the early drafts, Tommy didn't come into the movie until page forty-six, so one of the first things I did was try to get him into the movie early. The first day we worked with Tommy, which was about two weeks into the movie—we were shooting in Grand Central Station—when we got done shooting, Will came up to me with a big grin on his face and said, 'K makes J.' In other words, without Tommy there is no Will; without K, Tommy's char-



acter, there is no J, which was why I needed to get him into the movie as early as possible.”

While Sonnenfeld is rightfully concerned with getting the right story, performances, and comedic hooks, he is also a very visually-oriented director, having risen through the ranks as a director of photography. **MEN IN BLACK** was a great display of Sonnenfeld’s visual style, from the wide, low-angle shots that captured the MIB headquarters and other vast sets, to the thrill of Agent K’s MIB-mobile racing through the East



**URBAN OPERATIVE:** His standards unreasonably raised after his partnership with K, Agent J, (Will Smith, left and above with the very well-camouflaged alien Frank the Pug) regains some of his composure once the agency is threatened with total annihilation.



illustrate it. “The most fun stuff for us to do [are] the things that we don’t know how we’re going to do them,” Berton said. “Barry was talking about Serleena, and how her powers grow from kind of a planty, rooty structure that can do everything, from forming itself into a Victoria’s Secret model to taking over all of MIB with a giant bramble. That’s hard stuff for us to do, and it’s kind of on the forefront of what we’re doing with visual effects right now, which is figuring out a way to use the complicated computer systems that we have to create really complex, realistic effects but still control them. That’s the trick.

“Films like **TWISTER**, or the **MUMMY** films, where we’ve used a lot of atmospheric effects to create sandstorms and tornadoes and that sort of thing, or **PERFECT STORM**, where the ocean was created using computer techniques, they require a tremendous amount of computation. But you have to find a way to control that computation to get exactly what you want. It’s not like the real world, where things just happen. In the world of feature films, things just happen exactly the way the director wants them to, and that’s really the difference—you have to have a way to take these complicated effects that

you can create and then make them do specific things to serve the story. Otherwise, they’re just pretty pictures up on the screen, and they don’t really help the movie or make the movie better.

“Serleena and all of her powers—that’s going to be a very complicated and interesting thing to make. Very organic, very realistic, and it’s going to have to work within the context of the movie to help tell the story. To do that requires a tremendous amount of engineering to create this effect in the first place, and then it takes some clever engineering to figure out how to let the artists at ILM control it, to get exactly what Barry wants. So, that’s what I consider to be our biggest body of work on this film.”

Surprisingly, Berton said, nothing is really easier when you’re making a sequel to a mega-budget special-effects film. He cites his work on the two **MUMMY** movies as an example: “You always have to find a way of topping yourself. You’ve got a standard set about what made the first movie great, and how you want to bring an audience back in to revisit that group of characters and that group of situations.” While the creators’ goal is to make something new and different, it is tempered by the reality of audience expectations. Berton said the fact that the core of **MEN IN BLACK** has returned, both in front of the camera and behind it, is a good foundation for a successful **PART 2**.

But even though some groundwork was laid by the original movie, Berton said the ILM team approached **MIB2** like most any other movie, with a clean slate. “We have a plan. It starts with the script. We read the script and we know what the story’s going to be. When we get here [to the set] we take

continued on page 40

River tunnel and the final battle at Flushing Meadow Park in Queens. To re-create this alien-infested world in **MEN IN BLACK 2**, Sonnenfeld once again called on visual effects supervisor John Berton and his team of technicians from Industrial Light and Magic.

Berton, whose list of credits stretches back to **TERMINATOR 2: JUDGMENT DAY** and **JURASSIC PARK**, says he appreciates Sonnenfeld’s story-conscious approach, and tries to follow it by creating effects that enhance the story rather than just



# MEN IN BLACK 2

## *Rick Baker* *Creature Effects*

*Fun in the Sun Can Wait*  
*When There's a Cityful of Aliens to Design*

By Steve Ryfle

The original MEN IN BLACK had a lot of things going for it: the cool, unlikely chemistry between Tommy Lee Jones and Will Smith; a fun story; a talking dog; and great special effects. But let's face it: What we really remember are those little

my Awards for AN AMERICAN WEREWOLF IN LONDON, HARRY AND THE HENDERSONS, ED WOOD, THE NUTTY PROFESSOR, MEN IN BLACK, and HOW THE GRINCH STOLE CHRISTMAS, and has been nominated ten times overall (but, strangely, not for his work on the PLANET OF THE

question that they wanted—needed—Baker to return. But it almost didn't happen. Baker, who's been working nonstop for more than a decade, had planned to take a hiatus. Luckily for Sonnenfeld, Baker is still very much a big kid at heart, and it's hard for him to refuse a chance to make new monsters.

"After THE GRINCH, I had planned on taking a year off, but Tim (Burton) called me about PLANET OF THE APES, and I had a hard time turning that down," Baker said during an interview on the MIB2 set in fall 2001. "And then, when I said I was taking time off, Barry right away called up and started prying: 'How are we going to do MEN IN BLACK 2 without you?' So, I was like, 'All right,' and I wanted to do it. And this has been really fun, actually."

What makes a movie like MIB2 fun, Baker added, is that he gets to use his whole bag of creature-making tricks. "What I liked about the first MEN IN BLACK, and what I like about this one, is that we get to do everything. Sometimes I'll do a show like PLANET OF THE APES, which was basically a makeup show, or I'll do a show where it's an animatronic show, and we'll do all

this animatronic stuff. This one, we do all that. We've got makeups, we've got animatronic things, we've got fake heads. And we're very involved with the visual effects aspects of it as well. So it's the whole bag of tricks, which makes it fun."

Baker said MIB2 is a window to the future of special-effects films, wherein the makeup and visual-effects crews ("the rubber stuff and the pixel stuff," is how he put it) are married more tightly than in the past. The film's main villain, a root creature that Serleena (Lara Flynn Boyle) morphs into, was designed by Baker's crew but implemented by the CGI wizards at ILM, for example. "Some people, I think, are always trying to cause a war between the rubber guys and the computer guys, but I think they both have their place, and they both have their strengths and weaknesses," Baker said.

In addition to his makeup artistry, Baker is also known for his acting—occasionally. His performance inside the titular monkey suit in Dino De Laurentiis's much-maligned 1976 KING KONG remake is the stuff of legend, and more recently he played an old ape in PLANET OF THE APES. But MEN IN BLACK 2 is a special film, in more ways than one, for Baker. He actually has two on-camera roles: one as an alien who chokes a couple of humans; another as himself—a disguise expert who fits alien

**TIGHT DEADLINE:** The vast roster of lifeforms that took over a year to design for the original MEN IN BLACK (left) had to be created in only a few short months for MEN IN BLACK 2.



aliens, the ones who, after traveling light years to reach Earth, want nothing more than to drink coffee and smoke cigarettes. Now *that's* funny.

Those little guys, and all the other alien bugaboos large and small, were designed by the amazingly talented Rick Baker and the crew at his creature shop. Baker has won six Acade-

my Awards for AN AMERICAN WEREWOLF IN LONDON, HARRY AND THE HENDERSONS, ED WOOD, THE NUTTY PROFESSOR, MEN IN BLACK, and HOW THE GRINCH STOLE CHRISTMAS, and has been nominated ten times overall (but, strangely, not for his work on the PLANET OF THE APES re-make). His list of creature-creations is unparalleled, dating back to his influential work on the variety of aliens in the original STAR WARS. Yes, this makeup man has some awesome credentials.

So, when Barry Sonnenfeld and Sony began pushing forward in late 2000 with MEN IN BLACK 2, there was never any





**LIVING IN HARMONY:** Creature effects master Rick Baker likes to encourage cooperation between his team and the digital effects group. Above: Filming a sequence with Frank and Baker's cigarette aliens.

visitors with human visages before they remix with Earth's general population.

The idea for the character, Baker said, came to him while working on the first *MEN IN BLACK*, with its alien heads and bodies so mismatched in size as to be physically impossible. "My job is to put people in makeups and things, and I know what it takes," he said. "I know that if you have a guy with a big head like this, it doesn't really go on a smaller body. But in *MEN IN BLACK*, that happened, you know? And you had these guys with absolutely real-looking heads on sticks and things. It's like, where do these come from? How do these aliens do that?"

"So I thought that when they check into Men in Black headquarters, there's a guy who's basically a Rick Baker guy. I proposed that in the first movie, not that I was proposing it to be me ...I told Barry, 'I want to be in the movie somewhere.' He's like, 'OK, we'll do that!' But it was, like, the day before we shot the scene, so it wasn't as if we had prepared a whole bunch of cool stuff. So I'm basically putting a bald wig on, and saying a couple lines, and saying goodbye.

"I proposed to him another thing, where we had these two bird-people that were really

cool make-ups that I really like. I used these two actors I worked with before on *GRINCH*, because they have incredibly long necks. I thought it would be good to show them coming up to me, and I start working on them. You cut away, cut back, and we take the makeup off and show the guy the way he looks, because he's got this kind of weird, bird-like face anyway—that's the human disguise. I don't know if we're going to do it or not."

Baker's one lament on *MIB2* is that he, like everyone else involved, wasn't given much time to design and create the aliens. Pre-production on *MIB2* lasted a mere four months—hardly enough for an "event movie" of this magnitude. One thing that made Baker's work a bit easier, however, was that he was given more creative freedom, although it was far from *carte blanche*.

"Barry is involved," Baker said. "He wants to see all the stuff, and he'll comment on things. Unfortunately, a trend that's happening now is we don't get a lot of lead time anymore. The same work that you had a year to do [on the first *MEN IN BLACK*], now they want it in four months. We had a very short pre-production time on this. I actually started doing designs when we were finishing

*PLANET OF THE APES*. I was in the makeup trailer, on my computer, designing aliens. I wanted to put as many people on it as soon as possible, because on the first film—and I've been quoted as saying this—we did more designs on that one film than I did in my entire career, put together. We had thousands of designs, and the problem was that we had Barry, we had Steven Spielberg, and we had Walter Parks all having something to say about it...we ended up generating a bunch of stuff.

"We can't do that on this one; we don't have the time to do that, so Barry made the decisions. I was kind of flattered, because most of the designs he picked out of the group were mine [Laughs]. And I didn't necessarily agree with him on some of them, because I thought some of the other designs were pretty interesting."

Like most artists in his field, Baker has embraced the role of computers in the design process. "I used to draw and paint more traditional designs, and I would not always get what I had in my head. With the computer, you can save it and have no fear of messing it up, because you can always go back. I find that it frees me up a lot. There are all sorts of filters that do interesting things, and you can apply one layer over

another in an interesting way. It forces me to do designs that I don't think I normally would have done. On this film, all the designs I did were on the computer, and with a lot of them, I wasn't even sure what I was designing at first. I started scribbling some stuff, and started doing different things, and thought, *That kind of looks interesting. I'm going to paste this over here—let's find a place to use that.* Some things didn't find a place, but others did."

As an example, Baker refers to a fight scene that takes place at *MIB* headquarters in Jeebs's (Tony Shaloub) basement. "There's this character who gets his human face knocked off. And there's this line, 'You look like a bowl of Spaghetti-O's thrown up.' I did these spaghetti designs, but they looked kind of like guts, which I didn't think would fit in. So I suggested to Barry that we change that line to 'you look like creamed corn thrown up,' because creamed corn is disgusting stuff, but it's not bloody looking. So I designed this creamed corn alien. And what I'm really pleased with is that this corn-faced guy that I did the illustration of looks like a photograph of the makeup. They're so close, it's really cool. I love working on the computer."

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a look at what's going on, and say, 'Here's the things that have changed now that we have a real set, now that we can see what we really want to do.' It's a combination of being prepared for what you know will be in the movie, and also being prepared for those things that you don't know are going to be in the movie. That's why you have a visual effects supervisor on the set. I can sit here with Barry and we can strategize.

"You have to be very reactive, as well as being well-prepared. You know what all the options are, and you come with a full set of tools, then you can react to the situation and create a visual effects strategy that makes it so you spend your time in post

help establish the 'new way' of MIB, in the days after K has been paralyzed. We use these big-scale aliens to help you understand what it's like now that J is in charge of things."

And what about those "cigarette" aliens, ye of the impossible physique? "Those guys actually are going to play a stronger role in the movie," Berton said. "As you know, they were very popular in the first film, and in the MEN IN BLACK cartoon series. So, they're going to show up in this film, and they have a much stronger role to play. That is a great example of where we worked with Rick Baker and Tony Urbana, who's the movie's puppeteer, and his crew,

cast, direction, and effects, but the also due to the returning talents of production designer Bo Welch, a veteran of films like BEETLEJUICE, EDWARD SCISSORHANDS, BATMAN RETURNS, and WILD WILD WEST, as well as MEN IN BLACK and numerous non-genre flicks. Welch designed and built the huge sets that form the backdrop of the MEN IN BLACK movies—how appropriate, then, that we interviewed him at the new MIB headquarters, with the aforementioned hamburger stands in the background.

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**"The first day with Tommy, Will came up to me with a big smile on his face and said, "K makes J."**

*—Director Barry Sonnenfeld*

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making the shots look great, not a lot of time fixing up the things that were broken because you weren't prepared. And, to me, that's why I'm here on the set—to make sure we do spend our time and our money making the shots look great."

Prior to the start of production, rumors suggested that MEN IN BLACK 2 would largely take place in outer space, but Sonnenfeld and Berton said that idea was dropped because it detracted from the MIB formula. Once again, the center of the action is New York City, where MIB headquarters is located and home to the biggest population of extraterrestrials on Earth. Other reports, which Sony has neither confirmed nor refuted, said the movie's big finale was originally to take place at the World Trade Center, with a swarm of alien spaceships encircling the twin towers. In the aftermath of 9/11, the finale's location was reportedly changed to the Chrysler Building. And, even before the terrorist attack, there were other rumors circulating on the Internet that the MIB2 script included two endings, one of them a slam-bang action sequence and the other a more dramatic conclusion wherein one of the main characters (presumably, Agent K) makes a permanent exit from the franchise.

But even though the production is Earth-centric, there's still enough aliens and futuristic technology to keep the visual effects artists interested. "We've got a lot of things going on with some of the vehicles that the Men in Black drive around in, and some of the things they can do," said Berton. "There's a couple of creatures at the beginning of the movie that

to decide where things will be CGI and where they will be puppets onstage. This is something we do a lot more now than we did, say, five years ago when we made the first film, this cutting back and forth between live-action puppetry of characters and CGI replications of those characters. The worm guys are definitely going to be that way. So you'll see Rick Baker's characters being puppeteered, and then we may cut to a worm guy running down a hallway, which would be very hard to puppeteer. We did this on the first film, too—we pioneered a lot of work with Rick in the 'Mikey' sequence in the beginning of the film, where he's exploded. Part of that is Rick Baker's stuff, and then it cuts back and forth to a CGI alien."

The look of MIB2 will not only be familiar because of the

**FOREVER PARTNERS: Will Smith and Tommy Lee Jones from the original MEN IN BLACK.**





"It has a small taste of the homogenous commercialization of the world," Welch said, surveying his creation. "I think it's funny that the aliens enjoy Burger King on their way here or there, and that they get their [cell phone] service updated, and they buy souvenirs and liquor. It's funny. I've always thought of this as (an airport) terminal. There's a Starbucks—Barry and I were joking, and thought it would be

**RETRO RENDITIONS:** The call-backs to '60s design style established in the original MIB (right) continues in the sequel, including the incorporation of some of that decade's more peculiar pastimes (below).



pabilities. It's able to fly—it's cool." There's also a new alien vehicle built out of parts culled from the scrap heap. "Serleena releases a bunch of bad aliens, and gets Jara, another alien, to go to the impound and scavenge pieces from the spaceships there. He puts together a super spacecraft for her to get out of here. So, Serleena's ship is new, and there's a chase."

How's it working with Sonnenfeld? "Barry is the best. I said 'Yeah, I'll do this movie,' even before there was a script, because I enjoy working with him so much. He's so fun, and smart. My first experience working with Barry was on MEN IN BLACK. When you design these sets, often you think, 'Well, you'll only see a little bit of it in the movie.' But you saw it all, because Barry appreciates the visual aspects, and he loves to shoot with low, wide angles."

Sonnenfeld, meanwhile, is using his wits to get him through the long, arduous shooting days. Despite his satisfaction that the budget is "not insane," this is certainly a very expensive movie, and he knows that reviewers will be laying in wait come May, 2002. But Sonnenfeld has bigger issues on his mind. Why, someone

asked, doesn't lovely Linda Fiorentino—who at the end of the first film joined the MIB as Agent L—reprise her role?

"Didn't want to make a movie about the relationship between J and L," Sonnenfeld explained. "We did have her actually in the morgue at one point, but I think it wasn't a big enough part for Linda to want to do it. Again, I think the movie had to be about J and K, although I think the third one will be exclusively about Frank the Pug [the hilarious talking dog from the original, who reappears in the sequel]. You laugh now, but wait 'til you see the film!"

funny."

Welch gave us a rundown of some of the other large construction projects that the movie entailed. "We have a rooftop set across the street [from the studio] that's [the setting of the] set-piece action ending. We also have another large set that's called "the impound"—it's where spaceships and space vehicles are impounded. A big, fun, architectural set, and it's over on Stage 30 (the largest on the Sony lot). It's the new part of Men in Black headquarters. That was particularly fun, because [the main headquarters set] was pretty much already designed. That

was intriguing, because the impound set is vast. Then there's also the de-neuralyzer room, which really looks like a giant toilet bowl that the guys get flushed out of. They go through some glass tunnels, and end up in Times Square."

Welch also oversaw the design of the new Men In Black cars. "The original vehicle was a 70's Ford LTD. But thinking about Will Smith's character having been in the Men in Black now for some time, the one thing we granted Will was the chance to upgrade the car. He selected Mercedes-Benz, and now that Mercedes has a lot of new ca-

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# MEN IN BLACK 2

## Comedy in SF

### The Joke Isn't Always at the Genre's Expense

By Andrew Osmond

Quick quiz: how many of these film and TV quotes can you identify?

1) "I want to talk to you about ducts!"

2) "My brain?! That's my second favorite organ!"

3) "Ten to twenty million killed, tops, depending on the breaks!"

4) "If they scatter, go for the baby!"

5) "Give me your granny... She's over the age limit, soon she'll only be good for marrow pate."

(Answers at the end.)

There's an adage that analyzing humor ruins it, but it seems clear that, within science fiction, the genre falls into two main types: There's sf which is comedy and comedy *about* sf—meta-sf comedy, as it were. The first type uses the methods of sf to tell jokes. The second has sf *as* the joke, as a cultural artifact for the gagmeister, like disco or SCOOBY-DOO.

For an example of the latter, take GALAXY QUEST, where the central characters, most obviously those played by Tim Allen and Alan Rickman, are thinly-veiled takeoffs of STAR TREK stars. Indeed, the whole of GALAXY QUEST revolves around spoofing the STAR TREK institution. The fictional program's rabid "Questerian"

fans come in for much ribbing, and TREK's beloved absurdities—the bit-part crewmen with mysteriously high mortality rates; the rampant libidos of hero captains; the vital importance of ventilation ducts (or is that DOCTOR WHO?)—all become targets for deflation.

"Meta" sf comedy encourages audience participation. Al-

joke is that the teen heroes, like the audience, know the rules of alien possession as laid down by BODY SNATCHERS and PUPPET MASTERS.

For further examples of meta-sf comedy, try the famed debate in Ken Smith's CLERKS, where video-store geeks argue the ethics of blowing up the Death Star's mainte-

PLAN 9 FROM OUTER SPACE in all its execrable detail, as well as MATINEE, where John Goodman impersonates schlock director William Castle promoting the incredible film-within-a-film, MANT.

On a deeper level, though, there are comedies which treat science-fiction not as ironic material, but creative form. Consider two films widely regarded as among cinema's best, Stanley Kubrick's DR. STRANGELOVE and Terry Gilliam's BRAZIL. These are genuine sf/comedy fusions. Both conjoin ideas of vast scale and lunatic intricacy (tenets of much classic written sf). There's little difference between the bureaucracy-driven nightmare of BRAZIL and the systematic insanity of STRANGELOVE. Once the structures are in place, it only takes a pinch of Swiftian absurdity to get the laughs coming.

In BRAZIL, we follow hero Jonathan Pryce on his quest through the increasingly loony Ministry of Information, where prisoners' screams are transcribed verbatim by bored receptionists, and Robert de Niro is climactically consumed in reams of paper. In STRANGELOVE, we're privy to a horribly convincing picture of military strategy, where generals say things like, "We must close the Doomsday Gap." The plots of both operate like Rube Goldberg devices: In BRAZIL, the entire story is triggered by a squashed fly; in



LAUGHING AT: GALAXY QUEST satirized some of the hoarier clichés of science fiction television.

though GALAXY QUEST is accessible to viewers with a passing knowledge of TREK, many of the best gags are in-jokes, relying on recognition and shared knowledge—the audience fills the blanks. The hip alien-invader film THE FACULTY also treated sf as a set of clichés ripe for pop-deconstruction and heavy irony. Scripted by Kevin Williamson, who played similar tricks with the slasher genre in SCREAM, FACULTY's main

nance staff, or the climactic "I am your father" gag in TOY STORY 2 (the one where the audience laughs loudest). Beyond STAR WARS, there are the highly acclaimed, highly-knowing celebrations of kitsch sf, appealing to our memories of the cheap films we laughed at on late-night TV. As well as AMAZON WOMEN ON THE MOON and MARS ATTACKS!, these include the beautifully-acted ED WOOD, with its loving recreation of



STRANGELOVE, it's Sterling Hayden's bonkers General Jack D. Ripper and his theories on fluoridation and "bodily essences" that trigger Armageddon.

Interestingly, both STRANGELOVE and BRAZIL were released close to straight variants on the same themes, STRANGELOVE paralleling Sidney Lumet's excellent nuclear nightmare, FAIL SAFE, while BRAZIL appeared three years after the ultra-bleak remake of 1984. The same point is often made for MARS ATTACKS! versus INDEPENDENCE DAY, except the story is weak in both. The best sf comedies don't jettison plot but rely on it; the key ideas support a straight film as well as a comedy.

Which is why BRAZIL is a masterpiece, and MARS ATTACKS!, for all its bubbling sketch-show invention, is Tim Burton's worst film bar PLANET OF THE APES.

The original MEN IN BLACK is a fine example of strong comedy narrative. The film skillfully employs Will Smith's likeable viewpoint hero to draw us into a world where Sly Stallone is an alien immigrant, and the FBI's main information sources are wacko supermarket tabloids. These are funny ideas, and an effective use of what sf critics call "conceptual breakthrough," the discovery that the world (or universe) is utterly different from the way we imagine. In the same vein, there's John Carpenter's satirical THEY LIVE, which culminates in the revelation of a world ruled by skeletal, Reaganite aliens. Or THE TRUMAN SHOW, where the child-like Jim Carrey realizes that *he* is the center of the universe.

In contrast to ED WOOD-like celebrations of the stupidity of sf, such works revel in their cleverness, from the Socratic debate with Bomb Twenty in DARK STAR, to the quest in HITCH-HIKERS GUIDE TO THE GALAXY for the question to the answer of Life,



**LAUGHING WITH: MEN IN BLACK** builds its humor like the best science fiction: through extrapolation of its core concept.

the Universe, and Everything.

Even the thud'n'blunder of the Sylvester Stallone actioner DEMOLITION MAN is leavened by sharp gags and a focused script.

The familiar idea of alien observers allows for another kind of fish-out-of-water humor, with aliens placed in the heart of Earthling normality. The "eccentric alien outsider" TV sit-coms include the Robin Williams vehicle MORK AND MINDY and the long-running THIRD ROCK FROM THE SUN. True, sf ideas are built into the premises, like the THIRD ROCK characters possessing wildly ill-matched bodies and minds. However, the extra-terrestrials are mainly a mouthpiece for observational humor about the here-and-now, casting humans in the alien role.

The other-worldliness of much SF makes it possible to use material taboo elsewhere. The "sick joke" approach is well-established: Films as diverse as STRANGELOVE and DELICATESSEN deliberately build on the most disturbing premises (nuclear disaster, mass cannibalism). The same applies to DEATH RACE 2000, where David Carradine and a young Stallone compete to mow down as many pedestrians as possible in 1975's answer to CARMAGGEDON.

The film has a remarkable scene where smiling oldsters are wheeled in front of the racers on "euthanasia day" (shades of the controversial "suicide booth" gag in the cartoon FUTURAMA!). Despite the anticipated punchline, though, the cars actually swerve away from the septuagenarians and plough through a bevy of nurses, a scene that could be played with a MONTY PYTHON laugh-track.

From sick 'n' twisted humor, it's only a short step to the sf sex comedy. Going roughly downhill in respectability, the Woody Allen film EVERYTHING YOU WANT TO KNOW ABOUT SEX has a Frankenstein episode where Allen is chased across the countryside by a giant female breast (finally caught in a tent-sized bra). Allen also starred alongside Diane Keaton in the future farce SLEEPER, famous for its "orgasmatron" pleasure machine. Then there's BARBARELLA with the under-dressed charms of Jane Fonda, and, descending to the decidedly naughty, the notorious FLESH GORDON. Sadly, despite some charmingly daffy visuals, FLESH is much less funny than the 1980 FLASH GORDON, with its immortal cry, "I love you, but we only have fourteen hours to save the Earth!"

So much for sex. How about

romance? One common objection to sf comedy is that, like much straight sf, it lacks "heart." Sometimes, this is the point: One can't imagine much heart in a black satire like STRANGELOVE or ROBOCOP. Yet many of the best SF comedies use jokes to support rather than detract from a basic humanity, as true of "nasty" comedies as their sunnier counterparts. Both BRAZIL and DELICATESSEN, for all their outward cynicism, are based on hopeless romances. The TV show LOIS & CLARK: THE NEW ADVENTURES OF SUPERMAN made the series' romantic comedy as interesting as its superhero elements.

From STRANGELOVE to MEN IN BLACK, the best sf comedy involves, challenges, provokes, disturbs, and makes us laugh. It'd be a mistake to take it for granted. The sight of William Shatner playing himself in AIRPLANE 2, or telling Trekkies to "Get a Life!" on SATURDAY NIGHT LIVE is entertaining, but the medium can do so much more. Let's hope the trendiness of 'meta' humor doesn't leech off more adventurous forms until, one day, there's nothing left. **CFQ**

(Answers: 1) BRAZIL; 2) SLEEPER; 3) DR. STRANGELOVE; 4) DEATH RACE 2000; 5) DELICATESSEN.)



# STAR WARS

## *The Clones are Poised to Attack The Audience Prays That's a Good Thing*

By Denise Dumars

In early 2002, viewers of the Oxygen network got a rare glimpse at the workings behind "a galaxy far, far away" when Carrie Fisher, who played Princess Leia Organa in STAR WARS EPISODES IV through VI, interviewed George Lucas for her show, CONVERSATIONS FROM THE EDGE. Driving up to Skywalker Ranch, the palatial estate in Marin County, California where



READY OR NOT: Natalie Portman (above) will be reprising her role as Queen Amidala. Jar Jar (left) will also be back, in what is rumored to be a reduced, but more compelling, role.



Lucas grows several varieties of fine wine grapes, Fisher quipped, "I think I'm going to ask George Lucas if either I can move up here, or be buried up here." Viewers were subsequently treated to a small portion of the home's interior, which included a huge library with a

spiral staircase and a gorgeous stained glass window strangely evocative of the

Death Star in EPISODE IV.

In the course of the interview, Fisher complained about the hairdo she had to wear in EPISODE IV. Smiling craftily, Lucas commented that she ought to see the hairdos in STAR WARS EPISODE II: ATTACK OF THE CLONES. Later on, while discussing how REVENGE

OF THE JEDI became RETURN OF THE JEDI, the most powerful filmmaker in Northern California dropped another hint: "[In EPISODE II,] we do begin to see how Anakin turns into Darth Vader, and it does have to do with vengeance and fear."

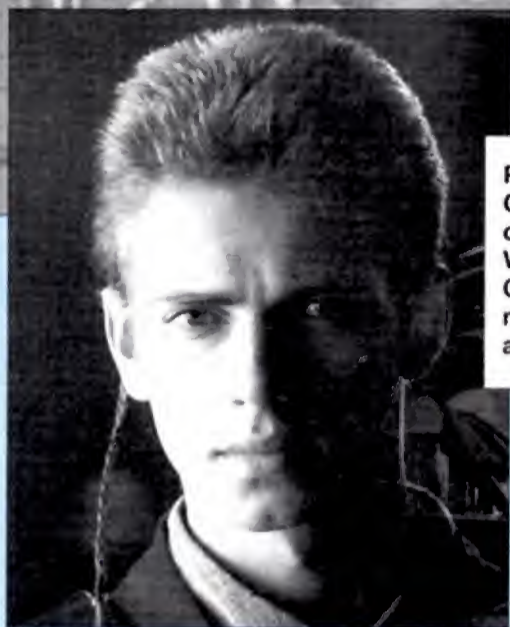
And if viewers were hoping more details about the next installment to the epic STAR WARS saga would be forthcoming, they were sorely disappointed. Thus are the flames of fandom stoked.

Before its street date of May 16, 2002, precious little was revealed about STAR WARS EPISODE II: ATTACK OF THE CLONES. George Lucas seemed to have some sort of gag order in effect, but whether this would whet the fans' appetite for the film or merely encourage disinterest and a growing sense of ennui about the epic STAR WARS saga was unclear.

The fans seemed to be in disagreement about the situation. "I am going to see it, but EPISODE I was so disappointing, it is something I'm not going to camp outside the movie house for," said college student Pierre Sosa. Sosa also didn't approve of the new-fangled technology being used in the film. "I wish they didn't have to use CGI. They should go back to the good old days of animatronics."

"The only thing good about EPISODE I was Liam Neeson," said art historian Lori Cadena. "The explanation of the Force was quite lame. It would have been far better to explain it as Qi or Mana—universal energy....I don't see why they even felt [it] nec-





**PRIMED FOR REVENGE:** Hayden Christensen (left) assumes the role of Anakin Skywalker in *STAR WARS PART II: ATTACK OF THE CLONES*, immersed in the aftermath of the nascent Empire's disastrous attack on Naboo (above).

essary to explain it.”

Many cast members from EPISODE I would be reprising their roles for EPISODE II. Natalie Portman returned, aging from the young teen version of Padme Amidala to a more mature young woman;

Anthony Daniels and Kenny Baker came back as C-3PO and R2-D2; Samuel L. Jackson reappeared as Mace Windu; and—to some viewers' dismay—Jar Jar Binks was back, voiced by Ahmed Best.

The most interesting returning cast member was likely Pernilla August, an esteemed Swedish actress who appeared in Ingmar Bergman's *FANNY AND ALEXANDER*, and who previously worked with Lucas on the *YOUNG INDIANA JONES CHRONICLES*. While those were inarguably solid credits, it may have been August's title role in *MARY, MOTHER OF JESUS* that originally compelled Lucas to cast the actress as Shmi Skywalker, a woman who, by all appearances, gives birth parthenogenetically to Anakin. Was the actress on her way to being typecast as a woman who bears children without apparent benefit of male participation? “I don't know if I thought it was ironic,” she was quoted as saying on the *STAR WARS* website, “but what is quite funny is that this is my part—they will never give me something else!”

Canadian rising star Hayden Christensen got the honor of playing the teenaged Anakin. An actor since childhood, Christensen previously appeared in John Carpenter's Lovecraftian homage, *IN THE MOUTH OF MADNESS*. Said the actor, “When EPISODE I came out, my entire high school went to the theater for the first showing. It was a big event, and to be part of that now is very special.”

The whole process seemed surreal to Christensen, who found himself living out many a young actor's dream role. “It was only about a week ago that it started to hit me that I was testing for Anakin....Darth

big plunge in II, shooting the film with digital 24-frame progressive high definition cameras instead of traditional film. After the raw footage's trip through an all-digital post, the print was transferred onto conventional film for screening in theaters—with a few electronic prints finding their way to the handful of digital cinemas now operating in major cities. According to producer Rick McCallum, over 1.7 million dollars were saved by using this film technique rather than the traditional methods.

Lucas was adamant about his preference for electronic film, so much so that it's unlikely the world will see him use traditional film technology again. “I'm completely sold on digital,” he said. “I can't imagine ever going back.”

The new technology may have saved money, but did it save time? As of Valentine's Day, post-production was still working at peak production to meet the film's release date, a mere three months from Feb. 14. Generally, such last-minute filming of pick-up shots, looping, and editing does not bode well for a film. But this, after all, was a George Lucas film, and a larger-than-life media figure perhaps needed a longer-than-usual post-production time.

But it remained hard to determine what spurred Lucas to reassume the director's chair, beyond this opportunity to nudge movie theaters towards their next, technological plateau (it was EPISODE IV, after all, that spurred the nationwide installation of the original, Dolby Surround system). Not even Carrie Fisher, in her role as on-camera inquisitor, could withdraw more information from the notoriously secretive filmmaker than those few, not-especially-newsworthy comments cited above.

Vader! It's just been hard to grasp.”

On the technical side, Lucas, emboldened by his flirtation with digital film during the creation of EPISODE I, took the

In interview, Lucas did come across as a caring individual who clearly believes in heroes, his previous references to the works of Joseph Campbell becoming more understandable with his explanation that he started college as an anthropology major. Still, a comment that he is not a science fiction fan remained hard to put into perspective. After all, the first Lucas film to receive acclaim was *THX 1138*, and savvy science fiction and fantasy fans acknowledge that certain similarities exist between the projects that have sporadically emerged under the Lucasfilm banner and the themes of such works as *DUNE* and *THE LORD OF THE RINGS*. Is it really possible that there's no connection between such classics and the creations of Luke Skywalker's earthbound counterpart? Not even the Force will vouchsafe an answer.

And Lucas himself remains mostly mum. By all accounts an insecure filmmaker (perhaps justifiably so, if the stories of the Hell he endured during the filming of the original *STAR WARS* are true), the movie baron seems to live in constant, media blackout mode. The tactic hasn't hurt him—nothing probably could, save the news that he invested all his holdings in Enron stock—but one has to wonder whether a disservice isn't done when fans, by their very nature, pour their over-inflated hopes into the resulting vacuum. One has to look at the aftermath of *THE PHANTOM MENACE*—a film whose box-office grosses seemed in opposition to the general consensus of its actual quality—to wonder if there's a limit to which the heightened-expectation game should be played.

It matters little now. *STAR WARS EPISODE II: ATTACK OF THE CLONES* is on its way, probably to be greeted by another spate of record box-office takes. If this is EPISODE I all over again, then the fans will not be blamed for reserving their enthusiasm for EPISODE III. But if, as the rumors hold, Lucas has heard the voice of a dissatisfied public and returned *ATTACK* to the energy, wit, and brilliance of the original *STAR WARS*, then no one will begrudge the man his success.

CFQ



# STAR WARS

# HANDS ACROSS THE GALAXY?

## *Is There Room for Racial Stereotypes in Lucas's Universe?*

By Dennis Kleinman

Ahh, spring! The renewal of earth's bounty after its long hibernation. And more importantly, a time when a moviegoer's thoughts turn to mayhem, carnage, and destruction on a massive scale. Yes, friends, blockbuster season is almost upon us. And this year brings us the sequel to the prequel, STAR WARS EPISODE II: ATTACK OF THE CLONES. More Obi Wan, more Yoda, and...yes...more Jar Jar Binks!

Jar Jar is both a noteworthy and notorious character. Noteworthy, in that he was the first 100% digitally generated lead in a live-action movie, a real breakthrough in computer animation. Notorious, because he is considered by some to be a thinly disguised racial stereotype, and a none-too-flattering one at that. One doesn't usually think of science fiction as a repository of narrow-minded thinking. If anything, sf is most often associated with the progressive side of the equation, revealing future worlds that, while they may not have solved every problem, at least follow the philosophy of equal rights under interstellar law.

But there is another tendency in sf, one that has been around from the very beginning of the genre, one that is considerably less progressive. It is the tendency to use

otherworldly creatures as repositories for prejudices we wouldn't want, or aren't permitted, to express overtly. So what is the deal here? Do sf filmmakers, Lucas included, consciously work racially-coded messages into their films? Or is it the subconscious of the filmmakers finding a covert way to express what the conscious mind is loathe to?

There is one more option, though: that these racial subtexts are all in the mind of the viewer. And since Jar Jar Binks was what got me wondering about all of this in the first place, I decided to rent EPISODE

telling ways: "da" instead of "the," and "yo" instead of "your." He also frequently uses the words "missa" and "youza", which sound uncomfortably like the Jim Crow "massa" ("master"), and "yowza" ("Yes, sir"). Put it all together, and you've got sentences like, "No, no, missa called Jar Jar Binks, missa yo humble servant." Add to this a slow, loping stride; pop-eyed, knee-knocking cowardliness; and a profound stupidity played for laughs, and you've got a black stereotype that hasn't been seen on the screen since Steppin' Fetchit was carried off to Beuhla Land.

There's more. The emissaries of the Trade Federation speak with Asian inflections ("We would *nevah* do *anyting* widout the approval of the *senate*,") and shuffle about in long robes, addressing the good guys in a politely subservient manner while treacherously plotting their downfall. Inscrutable Orientals, anyone? Then there is Watto, a kind of flying baby gnu with a thick, underclass Mediterranean accent ("You won't winna da race so it makeza no differenza.") Watto is also greedy, spiteful, and owns slaves, among them



**HEROES' LINEAGE:** Do Queen Amidala (left) and Anakin Skywalker represent "purity" in its most unsettling definition?

ONE and see if, the first time around, I had read something into the character that wasn't actually there.

It's there, and then some.

First there's the dialect. Jar Jar consistently mispronounces and misuses words in

the dazzlingly Aryan Anikan Skywalker and his beautiful, long-suffering mother, Shmi.

Three distinctly unpleasant characters, each a distinctly unpleasant take on a non-



Anglo stereotype. Considering how forward-looking George Lucas is both as a man and as an artist, it is hard to reconcile these creations with their creator. Keep in mind, Lucas has fought hard for, and won, complete control over every movie he makes, which means that everything on the screen is ultimately and undeniably his, Jar Jar Binks included.

But so, you might respond, is Lando Calrissian. Introduced in



**CG AYEEEEEE:** Jar Jar (above) and Watto (left) rubbed many viewers the wrong way, but are they just part of George Lucas's zeal to refer back to Hollywood's golden age?



'30s saw the launch of science fiction as popular movie fare, and—not surprisingly,

THE EMPIRE STRIKES BACK, Lando, as played by Billy D. Williams, is a dashing, self-serving, though ultimately heroic, character, about as far from the buffoonery of Jar Jar as you could get. But maybe that's the point. It's easy enough to think that you don't have a prejudiced bone in your body, something Lucas was proving with Lando Calrissian. It's quite another, in a society as racially slanted as ours still is, not to have swallowed at least some of the vile brew, something revealed in Jar Jar Binks.

I get the impression that Lucas absorbed these stereotypes from the movies of the '30s and '40s. These movies wore their racial affinities on their starched white sleeves, and, more to the point, have served as a major source of inspiration for the filmmaker. INDIANA JONES AND THE TEMPLE OF DOOM, written by Lucas and directed by Steven Spielberg, is a good example of this kind of retro-stereotyping. From the opening scene with its affably sadistic Chinese mobsters, to the Temple Hindus who eat live snakes for dinner and scream "Kali!" as they rip the hearts out of their sacrificial victims, Lucas and Spielberg have successfully recaptured the "magic" of those rip-snorting, '30s adventure serials. Whether this is the kind "magic" worth recapturing or not, the film is extremely entertaining, and derives a lot of its juice from these overheated caricatures.

The Asian stereotypes in THE TEMPLE OF DOOM are overt. The Chinese are Chinese, the Hindus Hindus, or at least some hack Hollywood writer's version of them. The sublimated stereotypes of the Jar Jar variety derive from similar sources. The

considering the tenor of the times—racism was stowed away on board. The example of this that comes readily to mind is Ming the Merciless from the old Flash Gordon serials. A Fu-Manchu manque, the insidious Ming had slanting eyes, long fingernails, and wore floor-length, imperial robes that would have been the envy of the Forbidden City. In fact, the only difference between Ming and Fu was that the former lived on the planet Mongo and used death rays instead of daggers.

The emissaries of the Trade Federation from EPISODE ONE are every bit as insidious and Oriental as Ming—though more duplicitous in their treachery—just as their racist connections are less overt, disguised under a thicker layer of make-up.

To me, this is all pretty depressing. I loved the first three Star Wars movies, particularly THE EMPIRE STRIKES BACK. I also enjoyed the Indiana Jones movies, especially THE TEMPLE OF DOOM. I guess I felt that the Indiana Jones movies were purely entertainment and could be forgiven somewhat for mucking around in the slimier regions of its pulp sources. But STAR WARS had progressive themes, an interracial cast. Seeing the franchise permeated by the same low stereotypes makes me think that those stereotypes, and the chauvinistic attitude that they embody, are more intrinsic to Lucas' creative nature than I imagined.

But maybe there is a clue to resolving these contradictions at the very opening of each Star Wars movie. "Long ago, in a galaxy far, far away." Lucas is letting us in on his personal view here, one that is by its

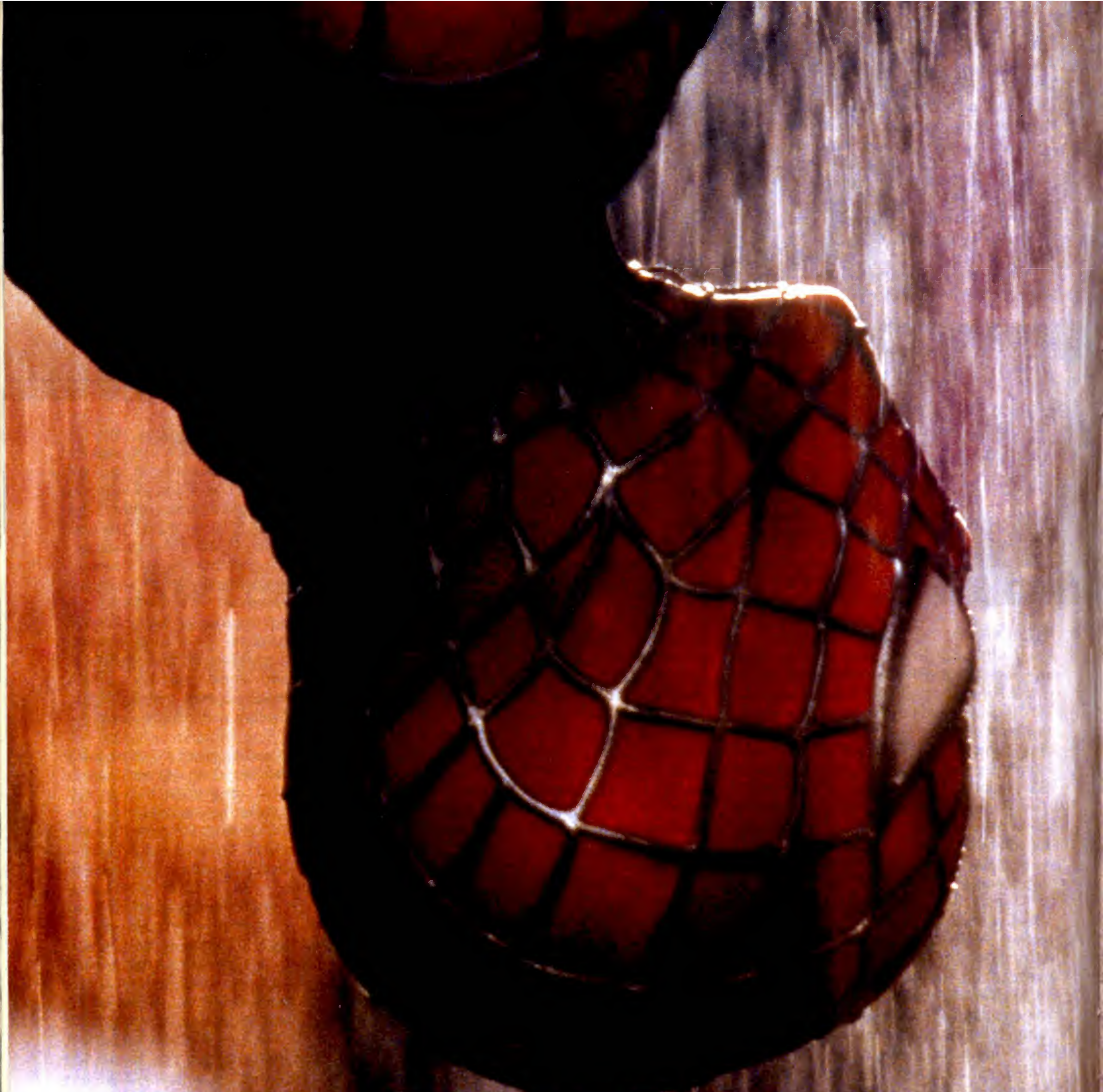
very nature backward-looking, nostalgic for a simpler time. While Coppola and Scorsese were busy creating ironic, multi-layered films, Lucas was dividing his universe into clearly demarcated symbolic territories, one labeled "good," the other "evil." Just as Lucas looked backward for a simpler moral schematic for his cinematic visions, he looked backward to an earlier, more emotionally direct kind of moviemaking, appropriating such easily definable character types as inscrutable Orientals, blood-thirsty Hindus, and so on. After all, what is stereotyping but a simpler way of looking at someone without the ambiguities of dealing with people as individuals?

While Lucas has given us some fairly obvious, sublimated stereotypes in EPISODE ONE, they still feel relatively harmless because they are clearly celluloid constructs, visitors not from the other side of the world, but from the other side of Tinsel Town. The same cannot be said of Joe Dante's GREMLINS, a film produced by Steven Spielberg in which nasty little, dark-skinned creatures turn a peaceful little hamlet into downtown Detroit, behaving the way white, middle-class Americans imagine urban blacks might. And is it me, or are STAR TREK's Ferengis—with their greed; their self-serving emphasis on the law; their cowardliness, their grotesque physiques (I mean, big ears?! I suppose big noses would have been too obvious)—the most outrageous bits of Jewish stereotyping since the *Voelkischer Beobachter* stopped publishing?

To me, it comes down to this: Is our distrust and fear of other cultures so intrinsic to our natures that people as intelligent and humane as Lucas and Spielberg are unaware when that distrust and fear has insinuated itself into their work? And if the most enlightened of us still retain in their heart of hearts racist impulses that they are not even aware of—and therefore not in control of—what then are we, as a society, ultimately capable of?

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# ***SPIDER-*** ***MAN***



A close-up photograph of a woman with long, dark, wet hair, smiling and looking to her left. She is wearing a pink tank top. The background is a shower curtain with water droplets visible, suggesting she is in a shower.

**You Wouldn't Believe Who's  
Hanging Around New York City  
These Days**



During a break from post-production, Sam Raimi, the director of SPIDER-MAN, discussed his earliest memories of the comic book: "I was probably seven years old, so the year probably was 1967. My brother Sander told me about *Spider-Man*. He said it was a great comic and that Peter Parker was a great character. I used to read Superman and Batman, which I still enjoy, but at that point I started to look at the Marvel universe, mostly. My brothers and I used to go to Kaye's Market on Livernois Avenue in Detroit, with our thirty-six cents each, and we would buy, for that, three comic books each. We'd come back

with a bunch of comics and Bazooka bubble gum and read them all afternoon on the floor of the house.

"I remember watching the Marvel cartoon as a kid, and I remember thinking, 'This is so advanced.' The theme song was really cool and rocking. Unlike any of the other cartoons I watched, these had very good story lines."

Did Raimi ever see the 1970's live-action series? "Before making this movie, I got ahold of one episode and saw it. It didn't show me the way. It made me frightened."

#### GREEN LIGHT

Despite his deep interest in Spider-Man, Raimi

never contemplated his participation in a feature project. In 1999, when the much-delayed SPIDER-MAN movie finally went forward, he was included on the list of potential directors. "I never thought I was a front-runner," the director admitted. "I was doubtful that I would get the job actually, and surprised when they finally gave it to me. I think I was near the bottom of the list."

It was Raimi's love for Spider-Man that his long-time colleague, co-producer Grant Curtis, believes won him the job. "His knowledge and passion definitely comes across," Curtis said. "I remember when we

were prepping THE GIFT and he went in to meet with Columbia for the first time in regards to SPIDER-MAN: We had an intern in the office, and he asked me, 'Do you think he'll get it?' This was still when everybody

who you read about in the trades was in major contention. I said, 'I guarantee you that when he goes in there, he's going to get this.' When you hear him talk about it, it is a no-brainer about who should be directing SPIDER-MAN. When you hear him talk about it, it's spellbinding."

Raimi's passion for the project was supplemented by the vast knowledge of SPIDER-MAN producers and Marvel Studios principals Avi Arad and Kevin Feige. "One of the great things about working with Avi and Kevin Feige is having Avi's years and years of Marvel knowledge to go to for advice," said Curtis. "[Avi] might say, 'Peter Parker would never do this,' or 'Peter Parker would do this.' He helped with story points as well: 'This is what happens in the Green Goblin's story,' 'This is Jameson's backstory,' 'This is Betty Brant's backstory...' It was like having the Spider-Man dictionary there that you could go to. Avi is obviously the main guy, but Kevin is Avi's right-hand guy, [and] he's a wealth of knowledge in his own right. Beyond [that], they had the creative input to go with it. Avi and Kevin's fingerprints were on anything creative.

"When it [came] to the script, there was a line between what Peter Parker or Spider-Man would traditionally say in the comic books and what he should say in a theatrical presentation of the comic book. We wanted it to be respectful of the comic book while at the same time make a movie in the year 2002. Avi was there when we read each and every cast member for the roles....Avi was physically in the room the whole time, and he said 'I like that person,' or 'I don't like that person.' If anybody appears on the screen, [it's because] Avi liked them.

"Sam wanted Tobey [Maguire] from day one, and Avi was a big fan and a big

**BEST DRESSED:** The sculpted web look of the new Spidey suit was inspired by a poster culled from the Marvel archives.





advocate of Tobey's as well. He was there supporting Sam on that decision."

Arad and Feige also indoctrinated the principal crew into the Spider-Man universe. "I wasn't a real Spider-Man aficionado when I came on the movie," said producer Laura Ziskin (AS GOOD AS IT GETS). "Avi Arad, who is the principal at Marvel and my partner on the movie, was just amazing and the keeper of the flame. So we always looked to him. That was great. Now he calls me 'geek,' so I feel like I've made it! [Laughs]"

"There wasn't too much indoctrination of Sam, but [there was] with myself and Laura," continued Curtis. "It's always interesting to see the generational gaps between people who work on this film. When we started working on the film, Sam was singing the Spider-Man jingle, '...does whatever a spider can...' I'm twenty-nine, but that is just a bit before my time. I went, 'What in the world are you singing?' Mine was the theme song from SPIDER-MAN AND HIS AMAZING FRIENDS or THE ELECTRIC COMPANY. It's interesting how Spider-Man spans the generational gaps."

### FULL SPEED AHEAD

Altogether, Raimi spent a year working on the script with screenwriters David Koepp, Scott Rosenberg, Alvin Sargent (who polished some of the dialogue), and producers Ziskin and Arad. The first script he saw was by David Koepp, and featured villains Electro and Sandman, holdovers from James Cameron's "scriptment" (see related story, page 58), but Raimi opted to replace them. "The strongest thing about Spider-Man to me was always the personal relationships of Peter and his friends: Harry, Gwen, and Mary Jane Watson," the director said. "I felt that the best villain would be the Green Goblin, because of the potential for drama with Harry, Norman, and Peter. Also, it was out of great love for the Gwen Stacy story, the death of Gwen Stacy, which is one of my favorite comic books of all time. But primarily it was the dramatic potential of the characters who could interact in their alter egos, as



**LOVE/HATE RELATIONSHIP:** student Mary Jane Watson (Kirsten Dunst, above) finds herself falling in love with a wall-crawler, while Bugle editor J. Jonah Jameson (J.K. Simmons, upper right) just wants to swat the damn thing.

well as in their fantastic outfits. "Koepp wrote Goblin and Doc Ock, and we got rid of Doc Ock. We all felt that we couldn't do justice to the Spider-Man origin story, a Green Goblin origin story, and a Dr. Octopus origin story all in one picture, and maybe it would be better for a sequel to have two villains. "My biggest challenge was making sure

that what I loved so much about the comic books was going to translate into the movie: Peter Parker and his friends and the humanity of Peter Parker. The humanity of Spider-Man." Oftentimes, when printed material is adapted to film, the writers attempt to make it more commercial by broadening its appeal. Raimi denied that that was the case here: "The decisions that I made in adapting the Spider-Man comic to the movie screen were never motivated by making it more commercial. It was only in telling the best story that I could, and in being as true to the spirit of the character that I loved so much, as opposed to being true to the letter of the character that I loved so much. I sometimes accepted changes to what is literally in the comic book to gain another aspect of what I loved so much about the comic.



"For instance, in the comic book, Peter Parker is a genius and has the ability to make these web-shooters—this mechanical device—and then chemically make this web fluid, a substance that doesn't exist in our real world. The most important thing to me about Spider-Man was that he is one of us. Peter Parker is a normal kid that is underappreciated, is a little bit of a geek: The girls aren't crazy about him; he's a little uncool; he doesn't have a lot of money; he's got acne. Something extraordinary happens to this kid: he gets superpowers.

"That was the whole dream of Spider-Man to me. When he had to be this genius who could make his own web fluid and his own web-shooters; it alienated him from somebody that I was. He was no longer me. The myth of the common man becoming something extraordinary was diminished for me. It was actually a change James Cameron came up with, but I agreed with it. I never talked to Mr. Cameron about his reasons for changing it, but I allowed it to stay. The myth of who Spider-Man was as a character, someone that I could identify with, was more important to me than sticking to the letter of the law that would have him making his own web-shooters."

Raimi noted that script ideas came not only from himself, the writers, and the producers, but also the storyboard artists, who contributed to character development. "They came up with a lot of ideas that were incorporated into the script, much like an animated picture. I don't want to give away too much of the movie. Most of it [was] for the first half of the script, [such as] an action scene, a scene where Peter is discovering his powers, or even a scene with Peter and his family. It was a very collaborative process."



## POPULATING SPIDER-MANHATTAN

In casting the film, the most critical decision, obviously, was who should play Peter Parker/Spider-Man. "My wife saw Tobey in *THE CIDER HOUSE RULES*," Raimi explained. "She had me see it, and I became enamored of him. In that performance, he was very soulful, rich, and real. Then I met Tobey. He had a sense of humor, and he seemed like a good person. The combination of those qualities made me [realize] that he was the only one that could be Peter Parker."

As for Parker's romantic interest, Mary Jane Watson, "We looked long and hard for the right person that would have the right chemistry across from Tobey. We flew to Germany—Laura Ziskin, myself, Tobey, and our storyboard artist [Jeffrey Lynch], so I could keep working on the way—and put Kirsten on tape across from Tobey. She was

a very physically-demanding part."

For the Green Goblin's son, Harry, "I tried to find the best Osborn I could. The guy who was briefly considered for the role of Peter Parker was James Franco, and he was so great in clips I had seen him in from *JAMES DEAN* that I felt that he'd be the best guy across from Tobey."

The role of Daily Bugle Editor J. Jonah Jameson went to J.K. Simmons (*THE GIFT*). "I had the pleasure of working with J.K. Simmons on my last two pictures. That guy could do anything—he's very funny, and he can be very dramatic. He's carried some of the heaviest moments in the pictures that I've made, and in this picture he carries some of the lightest and funniest moments. He's very versatile."

For the crucial task of designing the Spider-Man and Green Goblin costumes, Raimi turned to British cos-

**FREE HAND:** Minor liberties have been taken with the Spider-Man mythos to ease its transition to the screen. Below: Filming in the spider lab.



fantastic. She just lit up the screen. We had seen a lot of good actresses, but we wanted to find someone who could create a chemistry with Tobey, so that the audience wanted to see these two together. We had them read two different scenes: one where they first get to talk to each other, and their last encounter in the picture."

Casting Willem Dafoe as Norman Osborn/the Green Goblin was also involving. "We talked to a lot of great actors. We were trying find someone that had both the humanity, so that you could believe that Peter could see in Norman Osborn a father figure; someone that had enough power in their performance to pull off a formidable nemesis to Spider-Man; and someone who we got along with well, and would be a good counter to Tobey Maguire. Also, they had to have the ability to be physical, since it was

tume designer James Acheson (*DOCTOR WHO*). "Sam was very keen to honor the original Spider-Man," Acheson said during a break on *DAREDEVIL*. "Although for maybe five months we went to all sorts of places in terms of developing something that was different to the comic book images. In the end, he wanted it to look like the comic."

"There was one [point] when I wanted to access Peter Parker inside the costume so that there would be times when you lit it in certain ways, you would be able to see the expression of Peter Parker inside the costume. That ended up looking like a man in a goldfish bowl. There was another [approach] where we wanted to make it more... the word you always use here is 'cool.' So we involved people like Nike, and we had very high-tech, high-impact boots. Sam did

not like the idea that this thing was a man wearing an outfit with a pair of boots. He wanted it sort of a streamlined, all-in-one outfit."

"The shape of the head, the shape of the eyes, the three-dimensional web, the colors of the red and the blue—and actual tones of the red and the blue, the underprinting and overprinting that went on within these colors, plus the sculptural elements underneath the suit, went through all sorts of permutations. I think we had something like thirty-five different shapes of eyes. Avi Arad and Kevin Feige of Marvel were the people who finally chose the shape of the eye. The eyes went through a whole range of tonal changes in terms of how much luminosity, how much white, how much gray, [and] whether you can see through the lense to the eye of the actor underneath."

He explained why the costume's webbing was raised. "We did that because there was one [Marvel] poster that I saw where it looked as though the webbing was raised. Rather than do a very flat piece of printed spandex, it seemed to be texturally interesting. It turned out to be a real technological challenge to give the costume some relief."

The Green Goblin design also went through an evolutionary process. Said Acheson, "The big problem was the mask, and whether that should be a rubber mask or whether it should be made out of something else. The design of the mask was done by Amalgamated Dynamics Incorporated. They started off by doing a prosthetic mask, but the test for that proved unsatisfactory. The problem [was]: How does somebody put on basically a rubber Halloween mask and then suddenly have amazing, fabulous articulation?"

"It was a fairly faithful prosthetic that acknowledged the comic illustrations, depending on which illustrator you're talking about. The plan was to go along that route, but it was fairly quickly disbanded. They decided to go to this hard mask."

"There was this huge journey in terms of what that mask looked like, what it was made out of, etc. The problem is that every time you see the Green Goblin, he's drawn with this screaming grin. The general [issue] is, 'What do you do when you've got two such graphic icons, [and] try to make them into characters in a movie?' As far as Spider-Man was concerned, there was a great sense of authentically re-creating that, whereas the Green Goblin had a basic problem: You see a man in a rubber mask, pulling the mask off, and then putting the mask on, and then suddenly it's amazingly animated. But the terror of this mask seems to be this sort of banshee scream, so eventually it was decided to kind of lock this scream in a fixed mask, through which you can see the mouth and the eyes of the actor move."

"It went through many, many show-and-



tells. It was the usual things: the actual sculpt, what's it going to be made out of, what color is it going to be? We were very, very late in casting the actor, and masks and tight-fitting costumes are really difficult to do if you haven't got the body, so there was a problem there. What you have to understand is that these decisions are usually taken by a number of people: Sam; the producers; Marvel Comics; and sometimes the studio executives."

For the Goblin's costume, it was decided that the green and purple tights of the comic book would not do. Flight suits were studied, and when Willem Dafoe was cast, the costume took his nimbleness into account: According to Acheson, Dafoe can do splits. Renowned comic artist Berni Wrightson did Green Goblin illustrations for about five weeks, however, noted Acheson, "They were very beautiful but were rather difficult to make work within the context of the movie. Berni's was more archetypal, more traditional, whereas they were always trying to push us towards a slightly more modernistic feel."

Production designer Neil Spisak (THE GIFT) oversaw the design and execution of the Goblin's weapons. For the glider—which took about six months to conceive and build—the filmmakers wanted to retain the simplistic look of the comic, while making it appear functional. "Sam didn't want the cartoony version from the comic book," Spisak said, "although, he liked how small it was and how agile it made the Goblin. The idea [was] that we wanted it really small. For a while, it looked a little like a snowboard, and for a while it was a circle." At another point it resembled a hovercraft, and, as Spisak noted, "It still has some hovercraft qualities to it now, although there aren't very many times that they actually do that in the movie...at least not the movie I've seen so far."

"I wanted to have the pumpkin bombs launch right from the glider. In the comics, he has a bag that hangs on his shoulder, which I thought was a little on the low-tech side, so we decided the pumpkin bombs would launch right up from the glider itself."

Other devices were suggested by the film's storyboard artists. "[Raimi] had

worked with storyboard artists and had all these gadgets happening on this thing," recalled supervising art director Steve Arnold (FOREST GUMP). "He would come to us and say, 'Here's what the storyboard artists' idea is for this particular moment: it does this and it does this.' Jim Carson (A.I.) would have to go back and figure out how something would hinge up, tip over, or pop out."

"Designing the glider was like designing a vehicle," Spisak noted. "There's so much involved in it. We had a person, Paul

**THIN LINE BETWEEN GOOD AND EVIL:** Director Raimi selected the Green Goblin (Willem Dafoe) as Spidey's first nemesis because of the dramatic possibilities built into the conflicted character.



Ozzimo (ALIEN 3), whom I adore. His function was to translate the design into a computer-generated, three-dimensional model. Every nuance of the glider was translated to that, and then, from that information, a laser-cut version of the glider was produced, and from that the real one was made, so it's very complicated. All the little



flaps, all the little rivets, every screw head, and every little detail takes forever to design."

Although the Goblin's pumpkin bombs went through design variations, Spisak's initial idea remained the same: "The idea that I had was that it was in segments, and that it peeled away like an orange. So when the thing opens up, it still has all the shapes of the outside of the skin. All the things that happened with the pumpkin bomb were based on that concept."

The bombs were created both as CG and physical props. Spisak and physical effects supervisor John Frazier (PEARL HARBOR) created the latter. "There are actually several different

versions of the real ones," said Spisak. "There's one that actually functions, there are ones that are for mid-range, and then there are ones for far away. [Willem] had to actually throw something. We cheated for the further ones—they were less expensive."

continued on page 56



# SPIDER-MAN

## Tobey Maguire

### *Playing the Most Popular Comic Book Hero in the World Might Make an Impression on Some People.... Tobey Takes It In Stride*

By Ross Plesset

Prior to joining SPIDER-MAN, Tobey Maguire had no special affinity for the character, having never read the comics nor watched the TV shows. "I probably ran around and thought I was him as a kid," he said, "though I don't remember having a specific relationship with the character...It's not that I wasn't a fan—nobody gave me comics when I was a kid."

This changed in late 2000 when he was cast as Peter Parker/Spider-Man. "I had heard about the project," he remembered. "I heard Sam Raimi was directing, and I think I got ahold of the script and thought it was a well-written script... a good balance of rich character and relationships and the action."

"I had a meeting with Sam Raimi, who was interested in me. He said that I was basically his choice, that he had to go through a process of considering every guy, but as of right then, I was his first choice. It was a couple months later that we got together, and Sam said, 'Okay, I want you to do the movie, and now we just have to convince the studio.'"

Maguire described his first reading for the part: "I read a

scene with Mary Jane—the last scene of the movie, and a fight scene. There is a scene that's similar in the movie, but it was just for the purpose to see how I looked fighting."

gymnastics and dance my whole life in order to do some of the stuff that these guys did. They're unbelievable stunt men. I would do flips on harnesses, climbing up walls, and a

themes that run throughout, and people's expectations of the character."

Was he able to draw upon personal teenage experiences in playing Peter Parker? "I don't have a direct thought like that, but I'm sure I'm constantly deriving from my own life, though I don't have any specific examples for you."

To get into the mind-frame of a spider, he looked at some spider footage, which, while interesting, "I didn't really find it entirely useful; a little bit. As far as [appearing comfortable with] the heights and jumping, I didn't really have a choice. I just had to do what I was told [Laughter]."

As for climbing on walls, "It's all about an aesthetic anyway, and we were really

pulling it from the comic book and then elaborating on that. We would just do it, see how it looked, and then change it accordingly."

Working in the Spider-Man costume also helped him get into character. That is, once the fittings were done. "They did some scans with a computer of me, did a life-cast of my body, and also a head-cast. I can't say that I really loved that process. [Laughs] There were countless fittings. I had to go into



**AVERAGE AND EXCEPTIONAL:** A mixture of common-guy vulnerability and heroic bearing made Sam Raimi pick Tobey Maguire for the role of SPIDER-MAN.

Upon being cast, "I had a whole workout regimen that consisted of martial arts, gymnastics, yoga, hitting the weight room—high on cardio stuff, like runs and bike rides." This was partly to increase muscle tone, but it also prepared him for the physically demanding role for which he did a significant number of stunts.

But not all. "I did the stunts that I could do, but I would have had to have been trained in

lot of stuff."

Getting into the mind-set of Peter Parker entailed extensive discussions with Raimi, scrutinizing the script, and reading the comics. While Maguire previously had no special interest in Spider-Man, "I've since read the first four years of the comic book and have enjoyed them very much. It helped me understand who the character was, his relationship to people, the tone of comic book itself—as far as comedy mixed with drama—the





**GOING THROUGH THE MOTIONS:** Whatever fireworks Spidey and Mary Jane experienced on screen, Maguire says he and Kirsten Dunst are just friends.

wardrobe maybe twenty-five times, when usually you go in like two times.”

He described wearing the Spidey suit as “interesting [laughs]. Sometimes it was kind of fun, and sometimes it would get kind of hot. It was fun just because it was a trip the way people were looking at you as you were walking around. It’s a whole different style of acting, of course, because there’s no facial expression. People just have to read your body language.

“It wasn’t that big of a deal. I had to do little movements that I might not do. We would look at poses from the comics and get into all of that, which was actually kind of fun, but physically challenging. I didn’t think about it that much when I was doing it, I was just doing it.”

The actor spoke fondly of the cast and crew. “I love Sam. He’s so much fun and so creative, and he’s really collaborative. He let me share my two cents. I had a blast with him.

“I love Willem, he’s very professional, he’s a really nice guy, and he is very gung-ho. He

wanted to jump in there and do everything that we could do as far as all the action stuff.” Maguire had already worked with J.K. Simmons (J. Jonah Jameson) on *THE CIDER HOUSE RULES*, although, “we didn’t have a relationship outside of that. I loved working with him on *CIDER HOUSE*, and also *SPIDER-MAN*. He’s a good guy and a good actor. He does a great J. Jonah Jameson.” As for his romantic lead, “Kirsten and I are friends, a little bit.”

Is there a specific message in *SPIDER-MAN* that caught his imagination? “There are a few themes that I appreciate in the movie. I don’t really like to talk about it that much because I like people to have their own experience and not be influenced by what I say.”

Having researched Spider-Man and performed him, Maguire now considers himself a fan, and is interested in doing a sequel. He would even read more of the comics. “if I didn’t have so many darn things to read.”

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## Ted Raimi

Ted Raimi has performed in countless projects involving his brother Sam, SPIDER-MAN being the most recent. He previously played roles in ARMY OF DARKNESS, DARKMAN, and co-starred in XENA as Joxer. This time, he plays Hoffman: "A confused head of the advertising department at The Daily Bugle. He's very officious. It's not a big part, but it was a hell of a lot of fun to play, especially coming from XENA, where all I wore was this nasty, uncomfortable armor. Here's a part where they were putting me in Armani suits and DKNY shirts [laughs]."

As far as working with his brother, "I've worked with him on most of his movies, in one form or another. I remember him directing me when I was like nine years old and he was fifteen. As far as what he likes and what he doesn't like, it's all taken care of. I never have to wonder, 'Did he find this good or not good?' With most directors, the first half of the first day of shooting is [finding out] what this guy is after. With Sam, I never have to wonder about that. I can just focus on making my performance as best as it can be.

"On top of that—this is something that seldom gets mentioned in articles—Sam is excellent with actors. People always talk about his 'auteur style,' and lots and lots of young filmmakers imitate his style, but he really is remarkable with actors."

He recalled his favorite scene in SPIDER-MAN. "There were two endings filmed: a very serious, dark ending with Peter Parker, and then there's a very light ending with J. Jonah Jameson and myself. I had a blast shooting that one. I wish I could reveal it."

—Ross Plesset

Another of the Goblin's weapons was the trident. "It's this really cool thing that looks like a spear when he holds it. Then when he clicks it open, it turns into this trident, and he goes after Spider-Man in the final battle. Sam explained what it was he wanted it to be in terms of deadly and scary and weird, and we kind of came up with this thing through talking back and forth. We had one that actually functioned, and then there was a rubber one, one that didn't open—it was already open. We ended up calling it the trident, although different people called it different things, and they never call it anything in the movie."

SPIDER-MAN was a major undertaking for Spisak, who oversaw seventy to eighty sets and locations. "In terms of color control for the whole movie, I tried to make everything that had to do with the Goblin or Norman Osborn be green. Where he lives is green, the lab is green...green, green, green, green. But I also tried to do it in a way that, unless you sort of know that, you wouldn't pay attention to it. So [the lab] is green, but then there's a lot of metal and there's a lot of glass and other things in it, but basically the main color is green.

"It's sort of the same way with his house: Everything is pretty much green, except there's wood tones and black and other things like that. In terms of the movie as a whole, we were trying to be extremely careful with the use of what I call 'Spidey blue' and 'Spidey

red,' which are the colors of his costume. So throughout the movie, you don't see very much of those colors, especially when Spidey's in the shot. If you look at the Spider-Man comic books, they pretty much try to do that, to make him pop all the more by controlling the colors that are around him.

"There are a lot of different artists who have rendered Spidey over the years. The Alex Ross stuff, to me, was the most interesting of the comics in terms translating to what we were trying to accomplish. And that is—this sounds crazy—to make it as real as possible. So rather than Spider-Man living in some sort of insane, crazed, completely-made-up world, he lives in New York, and hopefully, the spaces, events, and the places he functioned in were real. But because it is a comic, we also had to push the envelope just slightly so that he and the Goblin were not totally hiccuped out of the movie. If it were absolutely ultra-real, it would be hard to contain them in the world."

### GETTING REAL

The interior sets were erected at Sony Studios, on some of the same stages used for THE WIZARD OF OZ (1939), including Stage 15, which housed Osborn's lab (Sony claims that this stage still has the Yellow Brick Road painted on a surface beneath it). The lab was a favorite set among the crew. "There was once a vision of his lab that was quite a bit bigger and more elaborate than what

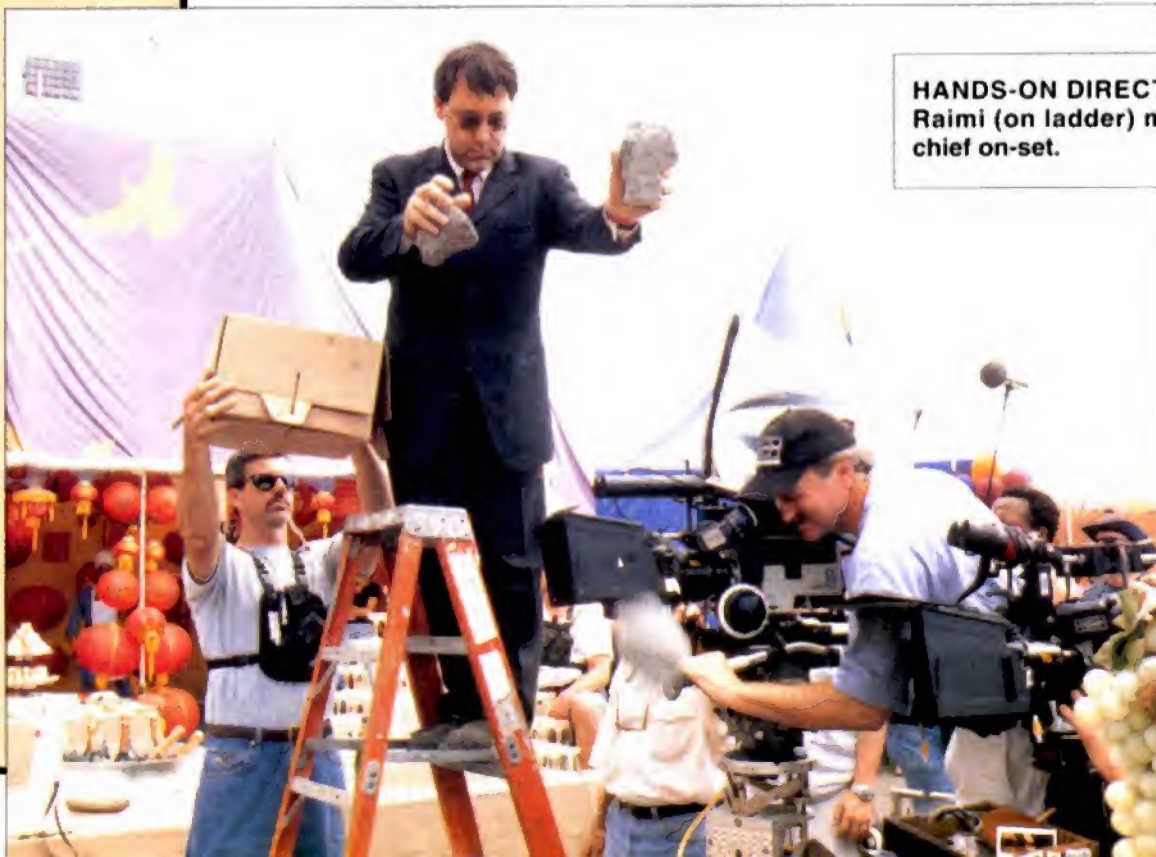
we ended up doing," recalled Laura Ziskin. "Sometimes those financial restrictions actually force you to be more creative. We always looked at it as one of the best sets that Neil Spisak created."

"They decided that the amount of pages that we were going to be shooting on that set didn't merit building something so large," elaborated Arnold. "So we had to come up with a less expensive version, and went with something that was completely new. The original one was a two-story, large space with catwalks running through it. It was a curved space, and one entire wall had really, really large scallops—a whole repeating pattern of them down this one side of the set. It was going to require a lot of time and money to make that shape. It was very designed, high-tech, and much more stylized. The final set was...cheaper, and easier to build, but yet still had a pretty good look to it."

For the lab exterior, it was decided to use the Hyperion Treatment Plant in El Segundo, California and augment it digitally. "Other locations considered were some local power plants, and some large research facilities in Northern California," recalled Arnold. "The initial discussions for digital alterations [to Hyperion] were to add a large Oscorp Industries sign, and digitally remove some palm trees, but later on there was some discussion of duplicating more sections of the plant to make it seem much larger. I'm not sure what was finally decided."

"We never actually defined exactly where it was [supposed to be]," said Spisak, "but in my mind it's on Long Island somewhere."

Creating the balloons featured in the Unity Day Festival became one of Spisak's favorite projects. "At the beginning, Sam had a couple of ideas of what he wanted Spider-Man to do in terms of action pieces. One of those was that he wanted him to jump from balloon to balloon. That was something Sam knew he wanted to do before we knew every single beat of the piece, so that



**HANDS-ON DIRECTION:** Sam Raimi (on ladder) makes mischief on-set.



was an early idea that we wanted to incorporate into the whole thing.

"The Unity Day Festival was a coming-together of lots of nations. So the idea with the Unity Day balloons was to represent images of different countries—a big, quick image to get you to understand that's what it was."

"There were two ways of doing the international festival," said art director Tony Fanning (OCTOBER SKY). "One was more specific to countries, and then they changed the idea and wanted to be less specific."

"Jim Martin (ENTERPRISE) was the illustrator that worked on that project," said Spisak.

"Once we got into it, it was one of those things where one idea led to another, and one was more ridiculous than another. Some were fun, some were stupid—that was probably one of the more fun projects of the design [work]."

One of Sam Raimi's attributes as a director is his tendency to improvise on-set.

On SPIDER-MAN, much of this involved, according to Raimi, "moments in the performances, decisions the characters made, [and] reactions that may have been more true than we had planned."

Laura Ziskin recalled a specific example: "There's this wonderful Thanksgiving scene with Norman Osborn. He's come to Thanksgiving, to his son Harry and Peter's apartment. He's right in the throes of struggling with his two sides, and Sam came up with this wonderful moment that wasn't written, where you see his evil in a very funny way."

Raimi noted that he was not always spontaneous. "I tried to do as much homework as I could [before] coming to the set, with the writer, the storyboard artist, the cinematographers, and the actors....Everything that we had planned for effects was boarded out and nailed down before we got to the set. I'm definitely into as much preparedness as I can muster."

Does Raimi believe he's as collaborative as his colleagues claim? "I try and be very free on the set," he said, "and I love the contributions of the entire cast, the cinematographer, and the effects team. It's really what makes the pictures unique and special for me. I like to have all the ideas available, [to have] all the creative forces producing great stuff, so that we can choose the best of it. I can't remember one idea of Tobey's or one idea of somebody else's, but everything you see is a combination of the entire team's work."

Observed Grant Curtis, "It's [Raimi's]



**DESIGN SENSE:** A more elaborate design for Oscorp Labs (top) was abandoned when the producers decided it wasn't dramatically necessary. Left: A sculpted Green Goblin helmet won out over the comic's rubber mask.

passion for this project that I think fueled the filming along. His compassion for this is contagious.

Once you see how much he cares about making this project true to Stan Lee's vision, you can't help but get excited

and do your job that much better.

"I worked for him on A SIMPLE PLAN, FOR LOVE OF THE GAME, and THE GIFT, and he walked into all those projects with the same passion. But on SPIDER-MAN, I think there was a little bit more of a twinkle in his eye, more of a personal affinity. Whereas on A SIMPLE PLAN, he got the script, liked it, and moved forward, he got the script for SPIDER-MAN when he was ten years old, and he's had thirty years to become attached to it. Spending thirty years with a project is a lot more than spending two years with a project. There was more of a deeper connection."

Although many of Spider-Man's acrobatics were achieved with CG, a significant number of them were done on the set. "Tobey got into phenomenal shape for this project," said Curtis. "He's very athletic: Ee's into yoga and all sorts of stuff. He worked with our stunt coordinator, [and] he worked with our trainer. He got himself to where he could do a lot of his stuff." Curtis was reluctant to mention any specifics of Maguire's stunts.

He continued, "When it did come down to needing a stunt man, we had Chris Daniels, who is also a very gifted athlete. We also had more or less of a gymnastic [stunt man], Mark Aaron Wagner, for when

stunts required more of a gymnast ability. We had a third stunt man as well, Zach Hudson. Sam almost had them go to Spidey school. As you know from the comic books and from the animation, there are very specific ways that Spider-Man walks or moves....They studied the comic books, they studied some of the [1960's] animated series. While we were in preproduction, Sam saw some of the *Cirque du Soleil* shows and watched some of their movements. There's also a show, *De La Guarda*....In these shows the performers run along on walls and stick to walls.

"I don't want to make it sound like we stole anything. Obviously, when you're looking for points of reference [and] you hear about that stuff, you definitely want to go look at it. Sam went to a lot of those to see how far you could push the human body, and to see what traditional Spider-Man poses the human body is capable of. There's a lot of poses you can draw on paper that the human body can't do. So the movement and their grace was consulted via a couple of different sources. By far the main source that [Raimi] consulted was the comic book."

## SWINGING INTO POST

Seven months after principal photography wrapped, there was a reshoot in Los Angeles. "There was a lot of enhancement of scenes that were already shot," Grant Curtis said. "During production, you can't shoot for an infinite amount of time. It was one of those [instances] where the film looked great, but there were a few points where you said, 'That scene works, but it would have been nice if we could have done this.' The studio agreed, and we were able to go back and beef up a few of the scenes. There was nothing that did not work that needed a Band-Aid or a big fix. There

continued on page 60

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# SPIDER-MAN

## The Web Not Taken

### Multiple Studios, Multiple Writers, and Multiple Directors Have Vied to Bring SPIDER-MAN to the Screen

By Ross Plesset

SPIDER-MAN's long journey to the silver screen ultimately involved fourteen writers and at least five directors. To say the interpretations varied is putting it mildly. In 1985, The Cannon Group bought the Spider-Man film rights from Marvel Comics and hired Leslie Stevens, creator of *THE OUTER LIMITS*, to write a treatment. Meanwhile, Ted Newsom (*ED WOOD*, *LOOK BACK IN ANGORA*) and John Brancato (*TERMINATOR 3*), had impressed Stan Lee with

Stevens's rejected treatment. "Oh, dear God," he recalled thinking. "Peter Parker, who works for the infamous Zyrex Corporation shooting ID badges, is deliberately irradiated by the mad Doctor Zyrex, the multi-millionaire-conglomerate-scientist, etc., and turned into this eight-foot hairy tarantula creature. [Parker], of course, feels a little bit like an outsider because he's a spider, man! He contemplates suicide.

"In the meantime, the infamous Doctor Zyrex is trying to pull him into the brood because he has a base-

male thing that [Zyrex] eventually sends in, and there was some sort of seduction.

"I understand that this was partially [Cannon executive] Menahem Golan's take. [An observation confirmed by director Joseph Zito.] When I learned that, I forgave [Stevens]. He was a wonderful writer, but this just stunk. But it stunk because of a basic misunderstanding of what the character was. That may be accounted for by Menahem's misunderstanding of the character, and Leslie, I think, was too damn old for it. He didn't grow up with it, nor did Meha-

hem."

As for Newsom and Brancato's script, they initially wanted to feature the Green Goblin, but Stan Lee vetoed that in favor of Dr. Octopus. The writers tried to present a villain with realistic motives, and to flesh out Uncle Ben and Aunt May, modeling the latter after Lauren Bacall and Katharine Hepburn.

The script advanced far into preproduction under director Joseph Zito, who had Barney Cohen (*DOOM RUNNERS*) do a rewrite. Zito was excited about the project, because while not a "purist obsessed fan," he wanted to shoot a fantasy film (and still does). "I had made a couple of movies at Cannon: *MISSING IN ACTION* and *INVASION U.S.A.*," he recalled. "They had done reasonably well. I was looking

for what material they had that interested me. Cannon used to take full-page ads in the trades. I saw the ad for SPIDER-MAN... and they had no director's name in it. I went to the chairman of the company and said, 'Menahem, I want SPIDER-MAN.' He turned to me slowly—like in *Phantom of the Opera* [laughter]—and he said, 'You want SPIDER-MAN?'

"I said, 'Yeah, it's only three words. How can we have a miscommunication about this?' [Laughter]. He says, 'Okay, I'll let you know in twenty-four hours.'

"I did not know Tobe [Hooper] was supposed to direct SPIDER-MAN. I swear that's true. I never would have gone after the picture if there was another director on it....The next day they said to me, 'Okay, you will have your SPIDER-MAN.' I later found out that Tobe Hooper was going to direct it and had agreed not to.

"It was such an unusual film for Cannon to be thinking about doing, and I think it was mostly because they didn't know what it was that they got involved in. I said to them, 'Listen, you cannot make this movie like any of your other movies. You must let me make this outside your system, with completely different people....I've been lucky with you guys before.'

"There was a beat of silence [laughs] as they absorbed the insult, then they said 'Yes.'

"I went to Rome, and I met with Giusueppe Rotunno [*SATYRICON*] as a cinematog-

IN THEIR HANDS: When the smoke had cleared, Laura Ziskin and Ian Bryce (below) found themselves producers of Sam Raimi's SPIDER-MAN.



their *SGT. FURY AND HIS HOWLING COMMANDOS* adaptation, and pressed the Marvel impressario to get them involved in SPIDER-MAN.

Well after joining the project, Newsom read Leslie

ment full of mutants to take over the world, or God knows what. He sends them out one by one to battle with Spider-Man. Spider-Man—'Tarantula-Man'—kicks their ass one at a time. I think there [was] a fe-



rapher for it; I met with [production designer] Norman Garwood [BRAZIL]. This was going to be BATMAN before BATMAN, that dark, dark world and that burst of color [Spider-Man] in the midst of it. Now it's a cliché, but then it was very, very fresh.

"We spent a million-and-a-half dollars of prep. We story-boarded every shot. We had these fantastic illustrations that were done by Mentor Huebner (BLADE RUNNER)...A lot of the things that Mentor was involved in was dealing with perspective sets....I asked [Giusueppe Rotunno] 'What do you feel about a wide-screen format for this?' He thought long and hard. Then he said—he struggled a little with English—'Spider-Man is like this,' and took his hands and made these vertical movements with them, 'Not like this,' and then he made two horizontal ones [laughter]. In other words, you didn't need wide-screen because it was going to be a tall movie. But he was right, Spider-Man is like that."

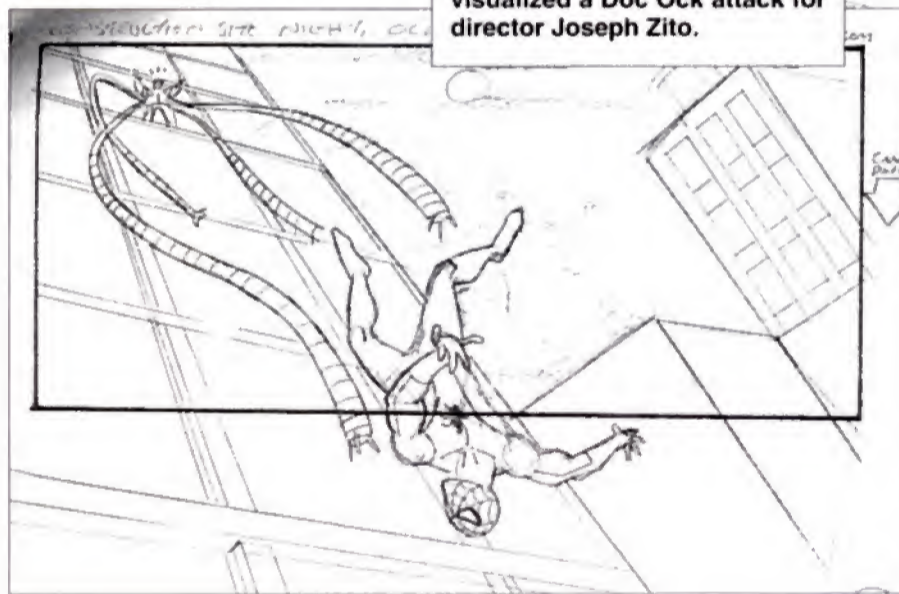
While preparing the film—tentatively budgeted at \$18 million—Zito learned that Cannon was having financial difficulties. "Globus says, 'We have ten million for your SPIDER-MAN.' We had a five-million dollar effects

budget at that time, so it was like nothing. I said, 'You can make a terrific film for ten million dollars, but you can't make SPIDER-MAN. You can make two good films for ten million, but you can't make SPIDER-MAN. My advice is don't do it. Don't ruin the property.'" That concluded Zito's involvement. "It was an incredibly exciting project, and I loved the adventure," he reflected. "I also loved that we didn't ruin it by not being able to make it."

In 1987, Cannon turned to Shepard Goldman (SALSA) to reconceive the project on a smaller scale. Goldman was soon replaced by Don Michael Paul (HALF PAST DEAD),

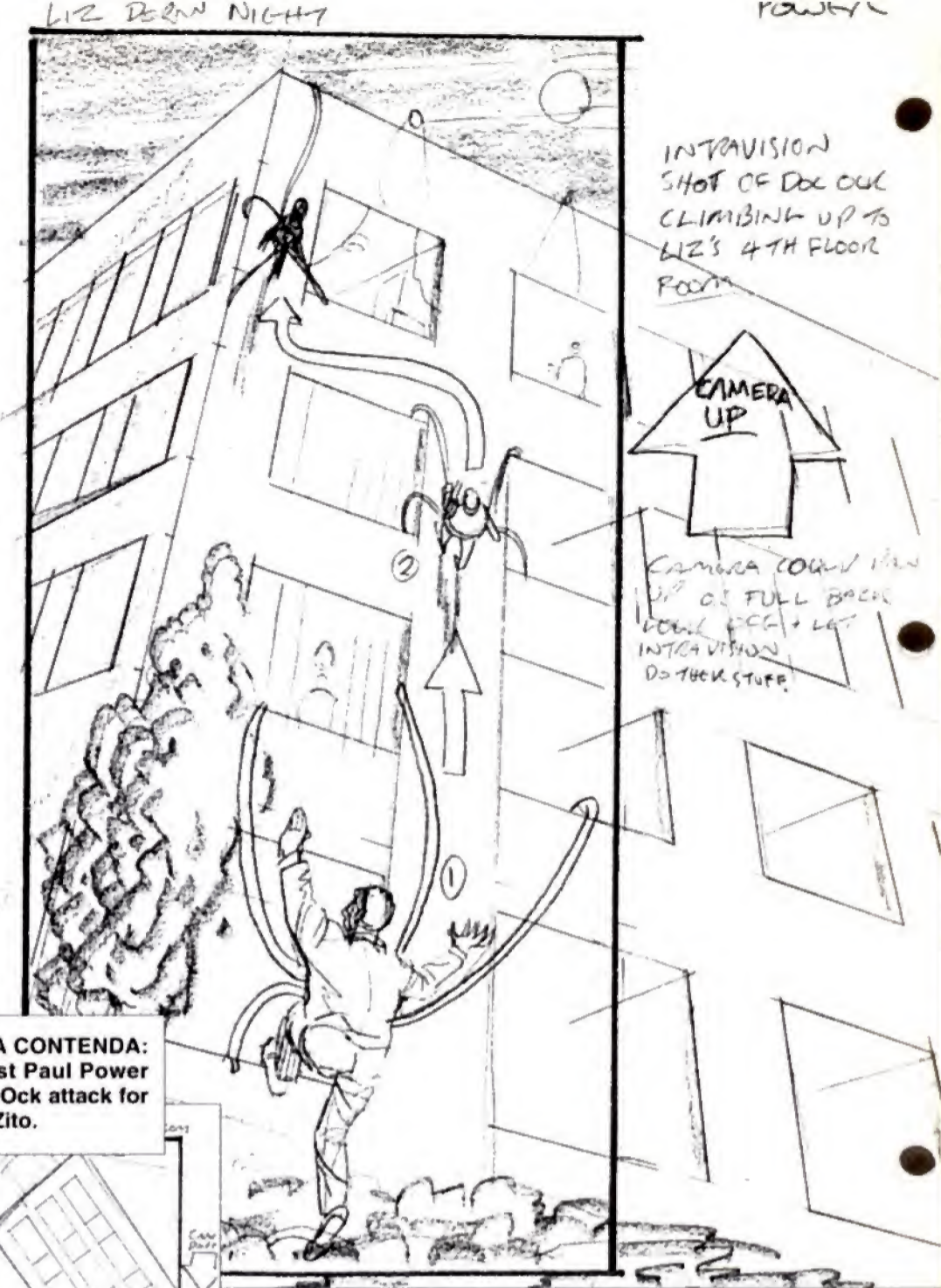
who pitted Spider-Man against a bat-like, scientist-turned-vampire creature, and he in turn was replaced by Ethan Wiley (HOUSE). Director Albert Pyun (CAPTAIN AMERICA) was attached to all these scripts.

In 1990, Carolco bought the Spider-Man rights from Golan at the request of James Cameron (TERMINATOR 2). "I wrote a 'scriptment,'" recalled Cameron, "which is my euphemism for a long treatment which is almost a script, but not quite. I used as my source the origin comic book, and a few representative issues from the '60s, mostly from the Steve Ditko era, which were the ones I used to read behind my math textbooks in high school. With Stan Lee's permission, I took some bold liberties with the story, including



**COULDA BEEN A CONTENDA:** Story board artist Paul Power visualized a Doc Ock attack for director Joseph Zito.

the biological web-shooters. It may have worked in a comic in the '60s to have a high school student go home and tinker together, without any funding or access to specialized components, a device which DARPA would have to spend hundreds of millions to develop. But it didn't work for me. It was more disturbing and interesting to have his body actually change to have this fundamental spider skill. [It was] also a good metaphor for puberty and uncertainties of the teenage years, when your body morphs and becomes freakish with zits and hair and other strange manifestations... a time of angst and confusion



in every person's life. I reconciled it with Stan Lee's origin by having Peter tell people he built the web-shooters,

using fake metal ones to cover the organic spinnerets.

"Though I loved Peter Parker/Spider-Man, I never really loved the villains in the magazine...I wanted it to be realistic. One guy in tights I could justify, a bunch of them started to get... well, comic-booky. So I morphed Kingpin and Electra into one guy, who became a metaphorical character, an embodiment of the seduction of power."

The project got mired in legal disputes, with Golan suing Carolco, and other entities getting involved. Said Cameron, "Later, Carolco's bankruptcy and various claims against the title from Sony, Golan, Viacom,

and even MGM made the rights so complicated and expensive to acquire that I just bailed. It was just a mess."

The litigation went on until early 1999, when Columbia attained the rights. They hired David Koepp (JURASSIC PARK) to write a script, and Sam Raimi came aboard as director. "I have no relationship with Sam Raimi's production of the film whatsoever," said Cameron, "though I wish them well, as I've been a big fan of Sam's work since EVIL DEAD 2—[it's] still one of my favorite films. I therefore have no idea how much, if anything, they have used from my scriptment. Hopefully very little, since I made the World Trade Center towers Spidey's hang-out and the scene of the major action set-piece of the finale. The WTC gets wrecked in my version. That would have been an unfortunate irony, in view of the tragedy of September 11th. I hope they changed that."

CFQ



were a lot of cases where [we] could beef up the action. The story has always worked from day one."

Depicting Spider-Man's superhuman feats in CG was among the many challenges for special effects supervisor John Dykstra (STAR WARS, STUART LITTLE) and his team at Sony Pictures Imageworks (SPI). Did Dykstra believe SPIDER-MAN took "virtual stunt men" to new levels? "Yes, I think so. I'm not sure that I would call them stunt men, because it goes into the realm of impossible stunts. Also, I think it's important that we remember that this character—who wears a mask—has to express his emotions in body positions. He not only has to achieve fantastic feats, but he has to create an emotional aura with his body.

"It's a challenge for everyone: It's a challenge for the animators who move the figure around; it's a challenge for the people who light and composite that image into the background environments; and it's a challenge for the people who create those environments. In some cases, the city is made up from computer-generated buildings, and the lighting, and the way it interacts with the character, sets the mood for the scene."

Dykstra drew from his experience on BATMAN FOREVER (1995), where a virtual Batman leaped off a hotel balcony and landed in a manhole. For that scene, Dykstra initially used 'motion capture,' a process which records human movement. However, "we ended up turning most of that into key-frame animation.

That's where I learned that motion capture is a valuable tool, but you have to choose the applications.

"I think it can be a valuable foundation for a character's performance. I find, personally, however, that doing key-frame animation for the entire character takes less time than starting with motion capture, then going back in and doing key-frame modification....In [the case of SPIDER-MAN], the character's doing things that you can't get somebody to do. For people walking around, standing, and talking, [motion capture] works well—I won't say very well, but works well. It needs more resolution, I think, even for that. But when

you start having a guy do back flips and handsprings that take a stride that's twenty or thirty feet, motion capture only really records what a person can really do." Motion capture did find a place in SPIDER-MAN, though, mostly in crowd scenes.

An early test of Spider-Man demonstrated the effectiveness of Dykstra's approach. "Early in our tests to determine

like if we actually made one at human scale.

"Webs are very tough to animate, because they're moving fast and they're nearly transparent, but they have to be visible. So it's always the challenge of [taking] motion blur, which tends to make the object disappear against a background, and balancing that against its visibility, which is the storytelling prerequisite. If you shot a real web through the air and you photographed it, you probably wouldn't see it—even if you were close to it, even if it was a big web. In every case, we had to figure out a way to create a level of illumination, a specular reflection in the web, and move it in a way that allowed us to see it, but also [allowed] us to believe it's in motion."

Like Spider-Man, the Green Goblin had to convey emotions through body movement. "The good news," said Dykstra, "is that Willem was a very mobile version of the Goblin. The Goblin is often portrayed in the comic books as almost a statue-like figure—he always stands with his legs akimbo on the glider, and doesn't do much other than fly around and throw pumpkin bombs. Willem turned the whole personality of the flying of the glider into a much more interesting and much different kind of performance.

"When Willem came and got on the [glider], he got it right away. We didn't expect it but he actually got the idea of the [glider's motion] very, very quickly, and it had a distinct personality that he had created."

SPIDER-MAN presented Dykstra and his crew with yet another daunting challenge: "We're doing day exterior city in CGI. [That's the] worse possible case, the thing that people are most familiar with."

Because of the high detail involved, it was decided early on to use CG texture maps, a technique where a 2-D surface is wrapped around a 3-D object. "It's pretty much the same approach everyone has taken. We just went to an extreme level of attention to detail. We broke the texture maps up into much smaller components, made much more of the geometry because we had to get up close to the buildings as well as far away from the buildings.

"The trick is to make the texture maps in a way that allows you to light the buildings subsequent to the construction of the CGI model. We wanted these buildings to be seen at dusk, at dawn, at night, and in the day, so rather than creating unique textures for each of those times of day, we shot the buildings as still photographs at



**WHEN MEGALOMANIACS RUN THE SHARPER IMAGE CATALOGUE:** Left, a collector's edition pumpkin bomb (no kidding!), built by Unobtanium Ltd. from the movie prop. Above: Willem Dafoe as the tortured Norman Osborn.

whether or not we could make a character that was indistinguishable from a live actor, we had Spider-

Man crawl up the side of a building. Once completed, we took the material to the executives at the studio. The producer took it in and said, 'Okay, we're going to show you Tobey climbing up the side of a building.' They sat there and watched the film, and the studio executive said, 'Ah, that's bullshit. That's not Tobey, that's a stunt man,' and it was a CG character."

Another challenge was visualizing and animating Spider-Man's webs. "If you look at a web, the web is almost molecular in terms of its scale. It's even hard to see when you look at it under a magnifying glass. So what we came up with was a production design for what a web would look



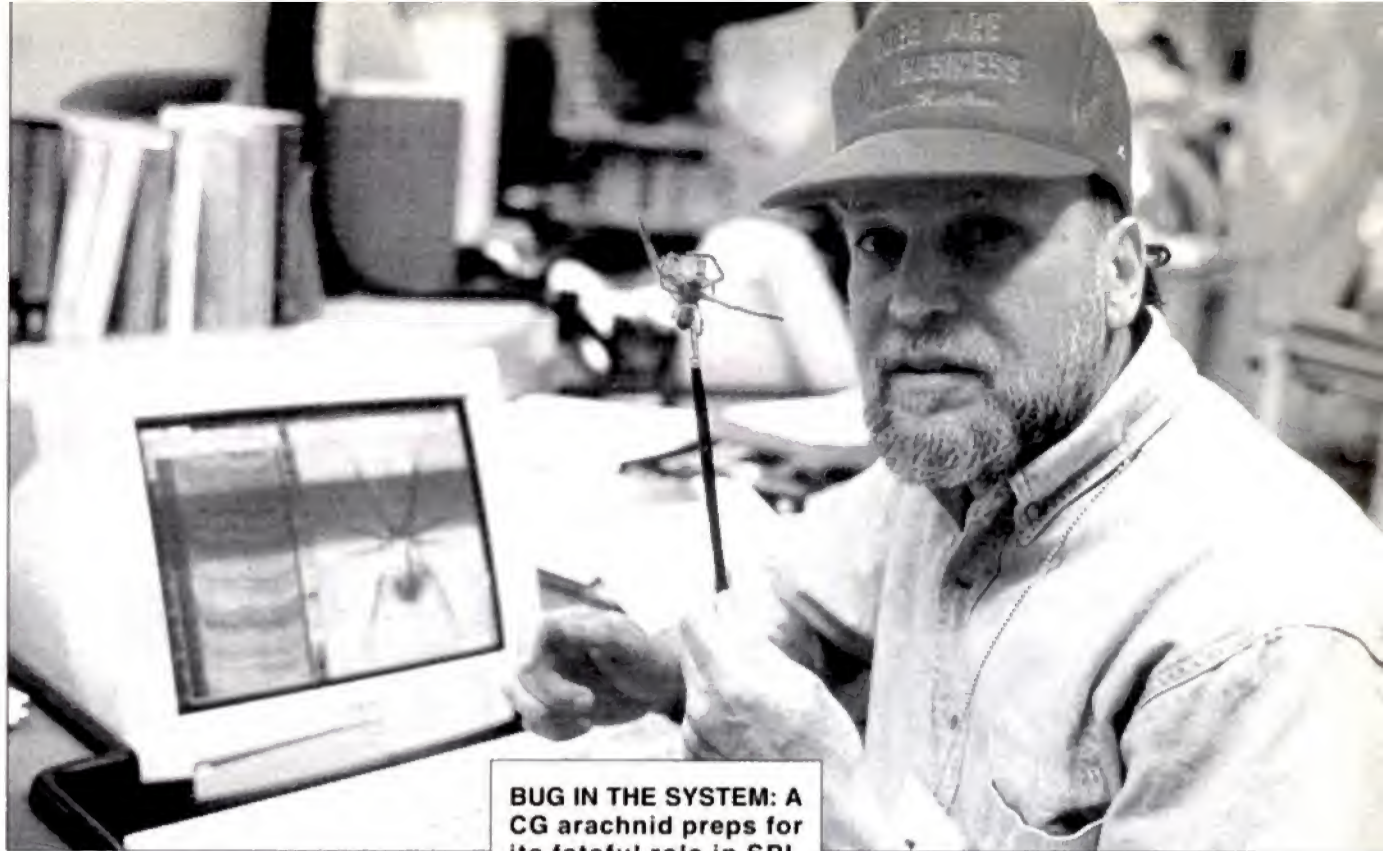
sort of a neutral time of day, on soft-lit days, when there were no hard shadows to speak of, [and we shot them] from different angles. We then ended up taking the distortion out of the photographs and creating texture maps, which were then cut up and put into the geometry that we had created to replicate the buildings so that we could move past [them] in 3-D space. So it was mostly high-frequency details: the marble surfaces or the anodized aluminum window frames. Balustrades, corble stones, or cornice pieces for the most part, were generated in 3D."

Over the course of production, the number of effects shots were reduced for budgetary reasons. Said Dykstra, "There was a ton of things we didn't do, some of which were really good ideas and some of which were really bad! [Laughs]. I don't care who the director is, I don't care who the writer is, you're always thirty percent over what you can afford to do."

Shortened were chases through the city between the Green Goblin and Spider-Man, and large battle scenes over the middle of Manhattan. "There's still a huge number of visual effects in the movie, 450 or so," noted Ziskin.

### SPIDEY VS. HIS GREATEST FOE: REALITY

It was during post-production when the attack of New York's World Trade Center occurred, and the film was somewhat affected. "There was a piece of marketing material created with the trade towers and



**BUG IN THE SYSTEM: A CG arachnid preps for its fateful role in SPIDER-MAN.**

a helicopter caught in a web between the towers," said Ziskin. "We liked the scene so much that we put it in the movie in a montage. It wasn't integral to the storytelling; it was just part of a montage of SPIDER-MAN doing cool things. After 9/11, I just couldn't look at this aircraft in proximity to those Trade Towers, so we took it out. We do have shots of the skyline, and they're still [there]."

During the advanced stages of post-production, Grant Curtis expressed satisfaction for having worked on SPIDER-MAN. "Stan Lee developed a character that lasted the ages," he remarked. "About a month or

two into the post-production process, Laura, Avi, myself, and Sam went to Comic-Con in San Diego. Sam was signing autographs, I was standing back, and about a forty-five year-old guy came up holding the hand of his eight-year-old son.

"I remember leaning over to Laura and saying, 'That's why we made the film.' This little eight-year-old was bug-eyed talking about SPIDER-MAN with Sam, and his dad was bug-eyed talking about SPIDER-MAN with Sam. That's the neat thing about working on this. There's not a lot of films that relate to the eight-year-old and the forty-eight year-old." CFQ

## Danny Elfman

When Danny Elfman (BAT-MAN) prepares a score, he is usually influenced by certain images he sees in early viewings of the film. "In SPIDER-MAN," he said, "I think it was more about the way he flies around buildings and swooping and the teenage angst coming-of-age thing, because that's a big chunk of the movie."

He continued, "It's not the kind of movie that calls for any kind of an extreme or really experimental score. There were moments on PLANET OF THE APES where I got to do some fun stuff—with all-percussion, synths, and things that I don't normally do—because it served the movie. [SPIDER-MAN] is a much more traditional film: there's a very heroic theme; there's a very heart-felt theme; there's a love theme. The weirder the imagery gets, or the more whacked a character gets, the

more you can do things with the music simultaneously. But here you have a hero that's really a hero; there's nothing subversive or whacked about Peter Parker. The Goblin, of course, I can have a bit more fun with. His theme is kind of a fun little melodic thing."

Of his working relationship with Raimi, Elfman remarked, "He's really funny and real easy. He just loves doing the music. He's not nervous and insecure like some people can be. They [go], 'Oh my God, I kind of like that, but does that make people think this? What if I'm wrong?' He shows a lot of confidence, so he puts a lot of confidence in me, and it makes my job really easy. It's never easy, but it makes the crappy part of the job—dealing with sometimes very paranoid and nervous personalities—easy."

"He's really as generous as they come. If I walk on a set, he'll stop shooting and show me

how he's setting up the shots and explain everything. When I visited SPIDER-MAN, I was with my daughter, and he actually held a shot for a few moments, put her quickly in wardrobe, and put her up on a balcony that was collapsing off of a big building as an extra. I didn't ask, I would never dream of asking. You just see her from overhead running inside screaming. It was just for her own enjoyment."

One aspect of the process Elfman does not especially enjoy is adjusting to last-minute editorial changes. "It's an inevitable part of this type of film. [As] they're finishing the movie, lots of effects shots are coming in, and timings change. There are no radical cuts, but there are 200 tiny cuts that suddenly come in. Sound effects can adjust their sound effects around each cut, and dialogue jostles the dialogue, but [with] music, if you're in the middle of a five-minute cue and suddenly

there's thirty changes, well everything is catching in the midst of bars and measures and tempos, and that's where it can get mind-bogglingly complicated.

"You can't just slide things around [and] make up manufactured beats....That's where a lot of acrobatic maneuvering comes in on a special effects movie in the eleventh hour."

Although he characterizes SPIDER-MAN as "a more traditional film," he remarked, "What do I know? I'll say stuff about a film early on, and in the end people will go, 'I don't know what you're talking about.' I don't even know how I feel about a film until I see it a year later. When I'm in the middle of a film, I'm part of the film. It's not until I see it on cable or video a year later [that] I'll look at it for the first time with an objective eye. I'll go, 'Oh, I like that,' or 'Hmm, that didn't quite work.'"

—Ross Plesset



# SPIDER-MAN

## Marvel Ascends

### *Once Cinematic Laughing-Stocks, The Marvel Characters Have Become Box-Office Powerhouses*

By Russell Lissau

When it comes to depicting the live-action adventures of caped and cowed superheroes, DC Comics historically has been the champion. For decades, the most successful comic-book movies were DC creations, with Superman, Batman, and Wonder Woman leading the charge. On the other hand, the superheroes published under the Marvel Comics banner haven't had nearly as much luck. Aside from the successful *INCREDIBLE HULK* television series in the 1970's, Marvel's cinematic efforts have been lackluster. A glimpse at the Hall of Shame reveals forgettable made-for-TV movies starring Spider-Man; 1986's *HOWARD THE DUCK*, regarded as one of the worst movies ever made; and a 1994 *FANTASTIC FOUR* feature film that was so horrible it can only be found on bootleg video.

In recent years, however, Marvel characters have seized control of the superhero film genre. This coup partially was made possible by the collapse of the Big Two in superhero franchises, *SUPERMAN* and *BATMAN*. The *SUPERMAN* series died in the 1980's after the first two successful movies were followed by dreadful third and fourth installments. A proposed resurrection, written by Kevin Smith (*CLERKS*, *JAY AND SILENT BOB STRIKE BACK*) and starring Nicolas Cage, never got off the ground. (Although the pre-Su-

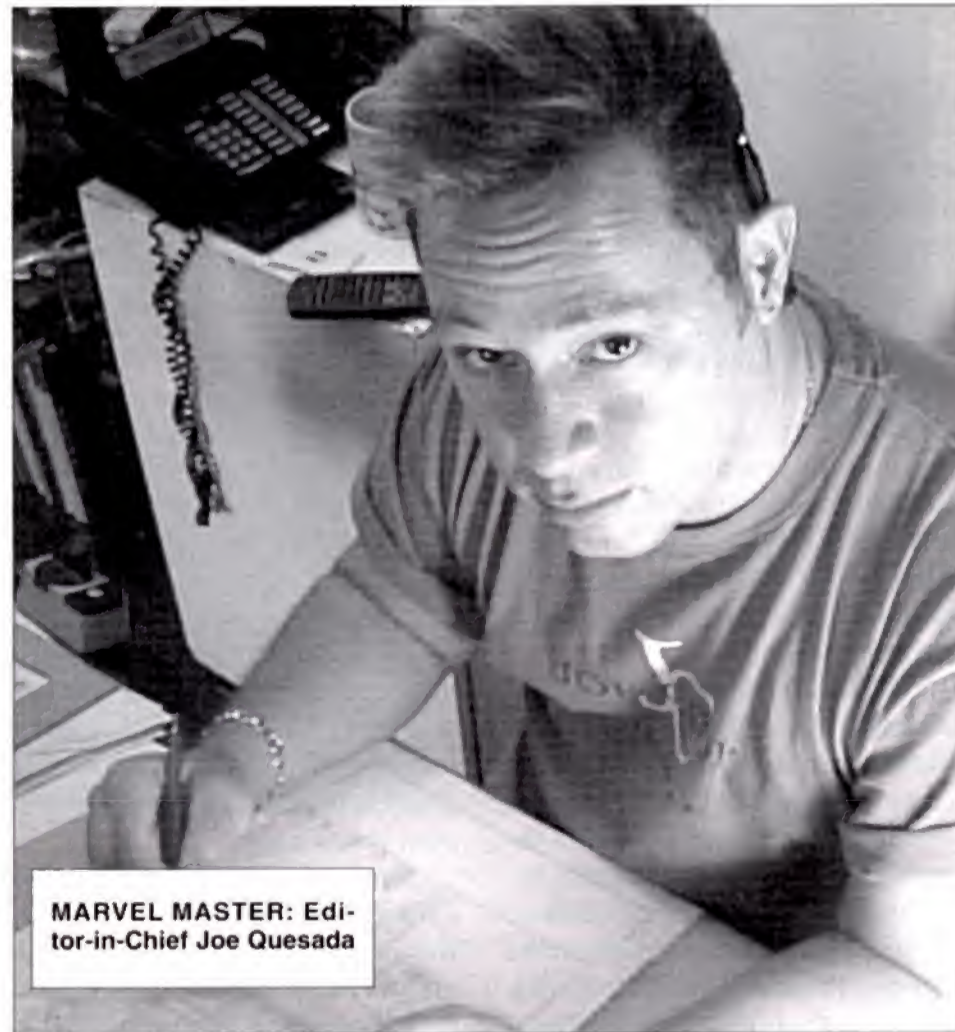
perman teen adventure *SMALLVILLE* is one of the best new shows on the tube.) As for Batman, the Dark Knight's once-promising film career broke down after 1997's garish *BATMAN & ROBIN*, a decline that

office and at video rental stores that was hot enough to spawn a sequel, this year's *BLADE 2: BLOODHUNT*. Even bigger was the long-anticipated *X-MEN* film, which was released in the summer of 2000 and re-

talked-about movies, hit theaters in May. Despite initial concerns regarding a trailer and posters that featured a pre-9/11 World Trade Center, the movie is one of the summer's biggest attractions. And the Web Slinger won't be alone in Hollywood for long. Many more Marvel-based films—including *X-MEN 2*, *DAREDEVIL*, *IRON FIST*, *THE FANTASTIC FOUR*, *IRON MAN*, *THE PUNISHER* and a new, CGI-laden version of *THE INCREDIBLE HULK*—are in development or in production, and should see nationwide releases within the next few years. Marvel heroes have been fighting for truth, justice, and the American way on small screens, too, in the made-for-TV movies *GENERATION X* and *NICK FURY: AGENT OF SHIELD*, and the current *MUTANT X* syndicated series.

So how did Marvel become the top superhero factory in Hollywood? The company's editor-in-chief, Joe Quesada, thinks he has the answer: "You know what they say: success breeds more success. Sometimes all it takes is one really good movie. A lot of people point to the *X-MEN* movie, but you have to look a little bit earlier than that to the first *BLADE* movie, which also was excellent. And I think once you have two [hits] like that, people say these are viable characters."

Historically, DC characters have always had more success



was helped along by director Joel Schumacher's decision to trade Tim Burton's gloomy vision for light-hearted camp.

But Marvel's champions have filled the void in fine fashion. The company's first triumph was Wesley Snipes's 1998 vampire-hunter epic *BLADE*, a huge hit at the box

office and at video rental stores that was hot enough to spawn a sequel, this year's *BLADE 2: BLOODHUNT*. Even bigger was the long-anticipated *X-MEN* film, which was released in the summer of 2000 and re-

portedly raked in more than \$150 million in America while introducing Wolverine, Cyclops, and the rest of the costumed team to mainstream audiences.

And the best may be yet to come. *SPIDER-MAN*, the Sam Raimi-helmed feature that has been one of this year's most



in film and on TV. But the Man of Steel's stature as the grandfather of all costumed superheroes—he was the first, after all, having been created in 1938—now may be working against him and DC's other legendary properties. "DC characters tend to be older, father or mother-like figures, whereas Marvel characters are younger," said Quesada, who started working professionally in comics as an artist in the early 1990's. "Also, DC characters tend to be more godlike, while Marvel's characters are more down-to-earth and more like Joe average."

Marvel's characters also are more visually interesting than DC's, Quesada suggested. For years, however, Hollywood special effects weren't able to properly capture these superheroes' grandeur. Said Quesada, "The real trick to making a SUPERMAN movie is making him fly, and they pretty much mastered that on film several times over. But something like the Hulk is a little more intricate—or Spider-Man swinging through the city. To do it convincingly, how do you do it? THE HULK was a really successful TV show, but come on—it was kind of quirky and had a goofy-looking Hulk. But with computers coming in and making all of these effects cheaper, a lot of these properties become that much more doable. With CGI, you can wonder what we can do with Iron Man."

Although Quesada wasn't working at Marvel when rotten movies like HOWARD THE DUCK or THE PUNISHER were made, he believes part of the blame lies with a lack of faith in the characters' abilities to attract mainstream audiences. "Marvel made quite a number of really horrific movie deals," Quesada said. "I wasn't around to know what was happening. But from the outside looking in, I think it was probably a lack of confidence, internally at Marvel, in our properties. Like, 'You know what? This stuff is never going to do anything. Let's just sell it to the highest bidder—or to any bidder—for whatever we can.'"

That's certainly not the case

anymore. Marvel is taking much better care of its characters when it comes to the movies or TV, and the editorial department—including the editors, writers and artists who work on the various books—are much more involved with the production process, giving input on everything from scriptwriting to casting.

"Ultimately it's always up to the studio, because those are the guys paying the bills and they make the final decisions," Quesada said. "But we get calls from those guys all the time, asking 'Who do you see as Elektra [a prominent character in the upcoming DAREDEVIL movie]?'"

The biggest Marvel-derived movie hit to date has been X-MEN. Ironically, the success of the movie two years ago did not result in better sales for the various comics starring the title heroes. Quesada—who was promoted from editor of an imprint within Marvel to editor-in-chief in August, 1999—believes the books didn't pick up new readers from the movies because of several factors.

First and foremost was the impenetrable continuity behind the comic-book stories. Fans of the film who ventured into comic shops and picked up a copy of *Uncanny X-Men*, *Wolverine*, *X-Force* or any of the other X-books were turned off because they couldn't follow the storylines, many of which had begun years earlier. Secondly, the exact version of the team that was depicted on film—Wolverine, Storm, Rogue, Professor Xavier, Jean Grey, and Cyclops—could only be found in a few special movie tie-ins. And, finally, the

garish costumes the heroes wear in the comics didn't remotely resemble the ultra-cool, black outfits in the movie.

"They looked nothing like they did on screen," Quesada said. "Not only that, but the storyline going on was probably the most convoluted X-Men story in the history of those books, to the

**STARDOM AT LAST:** It's only been recently that film technology has successfully brought Marvel heroes to the screen. Below: Daredevil.



fanboy sensibilities here at Marvel, and reminded us of the X-Men books we used to write," Quesada said. "It's the team. It's the school. It's the simplicity and beauty of those characters."

Quesada already is looking beyond SPIDER-MAN to X-MEN 2, THE INCREDIBLE HULK, IRON MAN, and DAREDEVIL, all of which are in various stages of development or production. But Quesada—who illustrated writer Kevin Smith's popular run on the *Daredevil* comic

before becoming Marvel's editor-in-chief—is not at all shy when it comes to naming the movie he's most excited to see: "I'm biased—I'm really looking forward to DAREDEVIL. In my mind, the DAREDEVIL screenplay is probably the truest to the comics. And I've already seen a head cast for the Daredevil mask. It looks tremendous."

DAREDEVIL, starring Ben Affleck, will be directed by Mark Steven Johnson (SIMON BIRCH) and is scheduled for a November 2002 release. **CFQ**

point where we were receiving letters from hardcore fans wondering what the hell was going on. Now imagine the neophyte coming into a comics shop who loved the [movie] experience, or who thought Hugh Jackman [the actor who portrayed Wolverine] was sexy and then looking at these books."

A new team of writers, artists, and editors have since redesigned the X-Men so they more closely resemble their celluloid counterparts and are much more accessible to new readers. "The movie shook the



the good



# ***FARSCAPE***

***Season Three***